

Proposed Amendment to the WASB Bylaws

Submitting Board: Kettle Moraine

Brief Explanation of Proposal

The proposed amendment would in essence create a second tier of membership called “limited active members.” Limited active membership would allow boards to opt-out of advocacy representation by the WASB and the funding of advocacy representation by the WASB while retaining access to specified benefits of membership in the association (see below).

Upon passage of this amendment, the WASB Board of Directors would be responsible for designating a portion of the regular annual membership dues that supports advocacy activities (referred to as “advocacy dues”). Boards seeking to opt-out of supporting advocacy efforts reflecting Delegate Assembly approved positions and thereby becoming a limited active member, will adopt a board resolution to that effect and notify WASB at the time it submits its regular annual dues payment. After receiving the board’s regular annual dues and resolution seeking to opt-out of advocacy activities, the WASB will issue a rebate to limited active member boards for the amount constituting “advocacy dues.”

Limited active members will retain the right to: run for election to the WASB Board of Directors, vote for WASB Regional Directors, vote on WASB bylaws amendments, request to change WASB regions, and serve on WASB committees other than the Policy and Resolutions Committee.

Limited active members also retain the right to attend the State Education Convention, WASB regional meetings, and other WASB-sponsored conferences and events.

Limited active members **will not** have the ability to: vote on proposed resolutions at the WASB Delegate Assembly, submit proposed resolutions to the WASB, or be appointed to the WASB Policy and Resolutions Committee. Boards that pay their regular annual membership dues will remain active members and will retain all these abilities per the WASB Bylaws.

Rationale from Submitting Board

The Kettle Moraine School District, reflecting input from its community, has identified a misalignment between certain WASB advocacy positions and local values. A one-size-fits-all advocacy model fails to reflect the unique demographic, cultural, and policy landscapes across Wisconsin.

A tiered dues structure would:

- Respect member districts' right to determine if advocacy aligns with local priorities
- Preserve organizational unity by preventing full withdrawals
- Strengthen transparency and trust by offering choice

This proposal strikes a balance between collective strength and local autonomy.

PLEASE NOTE: Language being added to the WASB bylaws in the proposal will be **UNDERLINED**. Language that is removed from the bylaws in this proposal will be **~~STRUCK THROUGH~~**. This document does not contain a full copy of the WASB bylaws, some articles and sections were left out for the sake of space and simplicity. A record of the current bylaws (in their totality) is enclosed in this mailing.

ARTICLE III

Membership

Section 1. There shall be ~~one class~~ **two classes** of voting members known as active members **and as limited active members**. Active membership shall be open to all public school boards and boards of control of cooperative educational service agencies in the State of Wisconsin upon complying with the Bylaws' requirements for active membership and shall include each member of the Board of Directors of this Association.

Section 2. Each active member shall be entitled to one vote at each meeting of members. **Limited active members are not entitled to vote at annual or special meetings of the members under Article VIII except for votes under Article XIII to amend these bylaws.** A delegate of a member public school board shall not serve as a delegate of a board of control and vice versa. The vote of each member public school board and board of control shall be cast by a delegate selected from the membership of the board as is more fully provided in Article VIII, Section 5 of these Bylaws.

Section 3. Regular Dues (active members).

The annual membership dues for active members shall be as follows.

(d) The Board of Directors shall designate part of the regular dues as supporting Association lobbying activities (hereinafter referred to as the advocacy dues). The purpose of this designation is to allow members to choose not to support Association lobbying activities. The advocacy dues shall be based on that part of the regular dues that support Association direct lobbying activities on policy matters before the Wisconsin and Federal governments, including but not limited to lobbying the Wisconsin Legislature, U.S. Congress and Wisconsin and Federal administrative agencies. Advocacy dues shall be calculated based on the prior year's audited financial statement.

Section 4. Payment of Dues.

- (a) Only those public school boards and boards of control who pay membership dues for the current fiscal year in accordance with Bylaws are entitled to active membership or any of the rights of active members. **Public school boards and boards of control who choose not to pay advocacy dues as provided below are limited active members.**
- (b) Except as hereinafter provided, annual membership dues shall be paid in advance during July of each fiscal year. **A public school board or board of control may opt out of paying advocacy dues by adopting a resolution and notifying the Association when it submits payment of its regular dues. Members opting out of paying advocacy dues will receive a rebate of the amount paid representing advocacy dues. Members opting out of paying advocacy dues are limited active members.**

ARTICLE IV

Board of Directors

Section 2. Regional Boundaries: For purposes of election of the Board of Directors, the State of Wisconsin is divided into 15 Association regions, the boundaries of which shall coincide with school district boundaries. The regional boundaries shall initially be established by the Board of Directors and approved by a majority vote of the delegates voting at a meeting of the Delegate Assembly. Thereafter, district boundaries may be revised upon request of an active **or limited active** school board member for transfer to another region and approval by a two-thirds vote of the total membership of the Board of Directors.

Section 3. Qualifications, Term and Election

- (a) Qualifications: Each member of the Board of Directors shall be a member of a public school board which is an active member **or limited active member** of the Association. Not more than one Director shall be elected or appointed from any of the 15 Association regions.
- (c) Nomination and election: Persons qualified to be elected as directors of the Association shall be nominated and elected as follows:
The Director from each region shall be elected at the fall regional conference of members of the Association by the member public school boards and cooperative educational service agency boards of control present and voting pursuant to the following procedure:
 - (3) Each public school board and board of control (determined by the cooperative educational service agency address) in the region, which holds active **or limited active** membership in the Association, shall be entitled to one vote in electing a single nominee from the region for the Board of Directors and the vote of each member public school board and board of control must be cast by a single member of such school board and board of control who is present at the conference. The voting shall be by ballot unless there is only one nominee, in which case a voice vote shall be used. If a nominee does not receive a majority of the votes cast on any ballot, then the voting by ballot shall continue until one nominee receives a majority, provided, however, that:

Section 4. Vacancies

- (c) A vacancy shall exist when:
 - (1) The public school board of which the Director is a member ceases, for any reason, to remain an active **or limited active** member of the Association

ARTICLE V

Officers

Section 5. The Secretary shall be responsible for keeping the minutes of all meetings of the Delegate Assembly and of the Board of Directors. He or she shall also be responsible for

keeping all records, giving all required notices, handling the correspondence of the Association and the performance of such other duties as the Board of Directors may assign.

He or she shall present a detailed budget to the Board of Directors and, upon approval, to the entire membership prior to the beginning of the fiscal year of the Association. **The budget shall include the calculation of advocacy dues as provided in Article III, Section 3 (d).** He or she also shall submit a detailed financial report at the close of each fiscal year to the Association's membership.

ARTICLE VII

Committees

Section 2. Policy and Resolutions Committee: A Policy and Resolutions Committee shall be appointed annually by the President following recommendations by the members of the Board of Directors. This Committee shall be composed of the Executive Committee and members of school boards holding active membership in the Association. **Members of school boards holding limited active membership may not be appointed to the Committee.** The Committee shall include in its total membership a representative from each of the Association regions and from each of the several types of public school districts operating in the State of Wisconsin.

...Retains Current Language for Remainder of Section...

Section 3. Other Committees: There shall be such other committees as the Board of Directors shall from time to time establish, which shall be appointed by the President from among the members of public school boards holding active membership **or limited active membership** in the Association.

The President shall appoint at least one Director to serve on each of the committees authorized by this section of the Bylaws and each such committee shall have such duties as may be assigned to it by the Board of Directors.

ARTICLE VIII

Meeting of Members

Section 5. Voting and Certification of Delegates: The voting members of the Association (including members of the Board of Directors) shall each be entitled to one vote. The vote of each member public school board and board of control shall be cast by a delegate or alternate delegate selected from among the board members who are qualified to serve under Article III, Section 2, of the Bylaws. **Limited active members may not vote at meetings of the members except as provided in Article XIII.** All delegates and alternates shall be certified in writing by the president, secretary or administrator of the member board. The certification must be delivered in person or by mail to the Association's principal office at least five days before the meeting of members as a condition to the member's right to vote at the meeting provided, however, that a member's delegate and alternate or alternates once certified shall be deemed to have continuous certification on the records of the Association and shall be entitled to cast

the member's vote until a new certification is received if such delegate or alternate upon presenting himself or herself at the meeting of members establishes to the satisfaction of the credentials committee for such meeting that he or she is currently a member of the board of the active member which he or she purports to represent as a delegate, and is otherwise qualified.

ARTICLE IX

Submission of Resolutions to Delegate Assembly

Section 1. *...Retains First Paragraph of this Section...*

Any active member desiring the consideration of a resolution or resolutions by the Delegate Assembly may submit such resolution to the Policy and Resolutions Committee for the Committee's evaluation and recommendation provided that such resolution is received at the principal office of the Association on or before September 15 of the year immediately preceding the year of the next Delegate Assembly. **Limited active members may not submit resolutions to the Committee.** The Policy and Resolutions Committee shall, after evaluating all such proposed resolutions timely submitted by active members, determine which of the resolutions shall be approved and submitted for the consideration of the Delegate Assembly and distributed with the notice of the Delegate Assembly.

...Retains Current Language for Remainder of Section...

Section 2. The Association Board of Directors or an active Association member **(but not a limited active member)** may submit to the Policy and Resolutions Committee, at its pre-Delegate Assembly discussion session under Article VII, emergency resolutions for committee consideration. The Committee shall consider each resolution, and shall also attach its recommendation to those resolutions it reports to the Delegate Assembly. The Delegate Assembly shall consider emergency resolutions if two-thirds of the members present and voting vote to consider such resolution.

ARTICLE XIII

Amendment of Bylaws

These Bylaws may be amended at any annual or special meeting of the Delegate Assembly by a vote of two-thirds of the members present and voting. **All** proposed amendments must be submitted in writing to the Association office at least 40 days prior to the meeting at which they will be voted and the Executive Director must include such proposed amendments in the notice to the membership for such meeting.

Amendments to these Bylaws shall take effect on adoption by members at a membership meeting unless another date is specifically set forth in the resolution of amendment.

Limited active members may vote on bylaw amendments.