

1 WASHINGTON SCHOOL PRINCIPALS' EDUCATION FOUNDATION  
2 BYLAWS  
3

4 SECTION I: OFFICERS

5 The Association of Washington School Principals (AWSP) President shall serve as the chair of  
6 the Foundation.  
7

8 The chair shall be the presiding officer of the Board and in his or her absence, the AWSP  
9 President-elect shall so serve. The AWSP Budget Chair shall annually prepare a report on  
10 Foundation finances to be submitted in writing at the AWSP annual conference.  
11

12 SECTION II: MEETINGS

13 The Board of Directors (and Trustees) shall meet at least twice annually. To the extent  
14 possible, these meetings shall align with the meeting of the AWSP Board of Directors (and  
15 Trustees). The chair may convene additional meetings as necessary provided that notice is  
16 given to each board member at least 24 hours in advance of the meeting time.  
17

18 SECTION III: QUORUM

19 A majority of the Board of Directors (and Trustees) of the Foundation shall constitute a quorum  
20 necessary for the transaction of business. A majority of those members present shall be  
21 required to take Board action unless specifically provided otherwise in the Articles of  
22 Incorporation or bylaws.  
23

24 SECTION IV: BUDGET

25 It shall be the responsibility of the AWSP Executive Director to direct the preparation of an  
26 annual budget for submittal to and approval by the Board of Directors (and Trustees).  
27

28 SECTION V: RECORDS, MINUTES, AND ANNUAL REPORT

29 A regular record of all meetings of the Board shall be kept in the form of minutes. Each year an  
30 annual report shall be prepared including an annual report on Foundation finances prepared  
31 under the direction of the Budget Chair. This annual report shall be submitted to the Board for  
32 approval and reported to the AWSP. All records of the Foundation shall remain the property of  
33 the Foundation and shall be turned over to the Board following completion of a Board  
34 member's tenure.  
35

36 SECTION VI: GENERAL COUNSEL

37 The Board of Directors (and Trustees) shall be empowered to appoint and retain a General  
38 Legal Counsel, as it deems necessary.  
39

40 SECTION VII: AMENDMENTS

41 Amendments to these bylaws and the Articles of Incorporation shall be made in writing. It shall  
42 require a majority vote of the total membership of the Board of Directors (and Trustees) to  
43 approve an amendment to the bylaws or the Articles of Incorporation.  
44

45 SECTION VIII: ROBERT'S RULES OF ORDER

46 Where the Articles of Incorporation and these bylaws are silent, Robert's Rules of Order shall  
47 govern the conduct of meetings and the transaction of business.  
48

49 SECTION IX: DISSOLUTION OR LIQUIDATION

50 In the event of such dissolution or liquidation, the assets of the Foundation, after payment of  
51 debts and obligations, shall be transferred to an organization with federal tax exemption for  
52 charitable and educational uses and purposes similar to those of this Foundation, which  
53 exempt organization shall be designated by majority vote of the final Board of Directors (and  
54 Trustees).

55  
56 No part of any income, revenue, and grant of or to the Foundation shall inure to the material or  
57 pecuniary benefit of any member, officer, or any private individual (except that reasonable  
58 compensation may be paid for services rendered in connection with one or more of its  
59 purposes), and no member, officer, or any private individual shall be entitled to share in the  
60 distribution of any of the assets of the Foundation.

61  
62 Dissolution or liquidation shall be accomplished by a two-thirds majority vote of the total  
63 membership of the Board of Directors (and Trustees).

64  
65  
66 Amended 6/25/05.