

BY-LAWS APPROVED BY MEMBERSHIP VOTE 5/5/22  
WISCONSIN COUNCIL OF ADMINISTRATORS OF SPECIAL SERVICES LTD.  
(WCASS)

**ARTICLE I - NAME**

Section 1. The name of this organization shall be the Wisconsin Council of Administrators of Special Services Ltd., hereinafter referred to as WCASS.

Section 2. WCASS shall be affiliated as a state unit/division of the Council of Administrators of Special Education Incorporated, a division of the Council for Exceptional Children.

Section 3. WCASS are members of the School Administrators Alliance (SAA) and support the mission of SAA in representing the interests of children in Wisconsin.

**ARTICLE II - PURPOSE**

The WCASS is organized to promote professional leadership, provide the opportunity to study problems common to its members, and communicate through discussion and publications, information that will develop improved services for children.

**ARTICLE III - MEMBERSHIP**

Section 1. MEMBERSHIP

The WCASS Board of Directors has created multiple levels of membership to provide an opportunity to obtain the benefits of professional development offered through WCASS. These categories may be found on the WCASS website as well as requested from the WCASS office.

We agree to uphold the professional standards of the Council of Administrators of Special Education (CASE)

Section 2: AFFILIATION

WCASS is affiliated with the Council of Administrators of Special Education (CASE) International. A condition of affiliation is to have all "professional members" of WCASS belong to CASE. Therefore we ask all members to consider becoming a CASE member by visiting their website at [www.casecec.org](http://www.casecec.org).

Section 3: THE SEVERANCE OF MEMBERSHIP.

A. When a member is behind in dues for 90 days, the member shall be officially notified in writing, and the individual's membership shall be automatically forfeited within 30 days of such notice unless the dues are paid. Reinstatement may be made by submitting a new application.

B. A member may be expelled from WCASS by a 3/4 vote of the Board of Directors for violating professional standards.

a. When violation charges are presented against a member to the Board of Directors, the member shall immediately be given written notice of the charges, including the name(s) of the person(s) presenting the complaint.

- b. The member shall also be sent written notice of the time and place of the review of the charges by the Board of Directors and shall have the right to attend this closed hearing with counsel if desired.
- c. If the charges are substantiated and 3/4 of the Board of Directors recommends expulsion, the member shall be notified in writing.
- d. All charges shall be dropped unless the expulsion is supported by a 3/4 vote of the Board of Directors within one (1) year from the date of the Board's hearing.
- C. Any member convicted of a felony shall be automatically expelled from the Council and shall be notified of such action in writing by the Board of Directors.

## ARTICLE IV - DUES

Membership dues shall be for the fiscal year July 1 to June 30 and may be paid either prior to or after the start of the fiscal year. The executive director shall recommend the amount of dues. The amount shall be subject to the approval of the executive officers and the WCASS Board of Directors. -

## ARTICLE V EXECUTIVE OFFICERS

### Section 1. EXECUTIVE OFFICERS

The executive officers of WCASS shall be as follows: president, president-elect, secretary, treasurer, and past-president. Officers shall be members in good standing in WCASS and CASE, International. The elected executive officers shall be the directors of the corporation unless otherwise established in the by-laws.

### Section 2. ELECTION OF EXECUTIVE OFFICERS

The executive officers shall be elected by ballot, and the results announced at the Spring Annual Business and Membership Meeting.

- A. Hard copy or electronic voting forms of mail may be used as long as delivery to all eligible voting members is assured.
  - a. Paper ballots shall be returned by the date published on the ballot to the WCASS office, where they will remain unopened until forwarded to the past-president who serves as the nominating committee chairperson. The ballot "return date" shall be recommended by the past-president and confirmed by the executive officers.
  - b. Electronic ballots will be submitted in accordance with established software procedures, and results shall be downloaded and shared with the past-president and executive director.
  - c. Election results will be maintained electronically in accordance with records retention policies.
- B. Election Years:
  - . President-elect and the treasurer shall be elected in even-numbered years.
  - a. Secretary shall be elected in odd-numbered years.
- C. Election results shall be announced at the Spring Annual Business Meeting. Each officer shall serve for two (2) years or until a successor is chosen. All elected officers shall assume office on July 1.

### Section 3. VACANCIES - PRESIDENT OR PRESIDENT-ELECT OR PAST PRESIDENT

- A. In case of a vacancy occurring in the office of president, the president-elect shall assume the office of president.
- B. In case of a vacancy occurring in the office of the president-elect, or in the event that He/she/they succeeds the president for any reason, the president, with the approval of the executive officers, shall appoint an acting president-elect until a replacement can be duly elected.
- C. If there is no successor to the position of "past-president," the president, with the approval of the executive officers, shall appoint the current past-president (if He/she/they is willing) or a previous past-president (in good standing) to fulfill the open term of past-president.

#### Section 4. VACANCIES - SECRETARY OR TREASURER

A. In case of a vacancy occurring in the office of the secretary or treasurer, the president, with the approval of the executive officers, shall appoint a temporary replacement to serve the remainder of the unexpired term.

#### Section 5. PRESIDENT

A. The president shall preside at all regular and special meetings of WCASS and the board of directors.

B. He/she/they shall appoint all standing and special committees, with the exception of the nominating committee, subject to the approval of the board of directors, and shall be an ex-officio member of all committees, with the exception of the nominating committee.

C. He/she/they shall act for WCASS between annual meetings, addressing by mail or telephone wherever necessary important actions with the executive officers

D. The president, or such alternate as He/she/they may designate, shall represent WCASS at meetings of other groups where WCASS representation is desired or required.

E. The president may appoint a parliamentarian to serve at all business meetings of WCASS.

#### Section 6. PRESIDENT-ELECT

A. The president-elect shall serve in the event of resignation or absence of the president.

B. He/she/they shall have responsibilities as designated by the president.

C. He/she/they shall accede to the office of president from the position of president-elect.

#### Section 7. SECRETARY

A. The secretary shall keep accurate minutes of all meetings of WCASS and meetings of the Board of Directors.

B. He/she/they shall carry on correspondence as necessary in regard to matters as delegated by the presidents.

#### Section 8. TREASURER

A. The treasurer shall review a budget annually prepared by the executive director and submit to the executive officers for approval.

B. The treasurer shall examine the financial review or audit completed annually by an outside firm and submit a report to the executive officers, board of directors, and general membership. The executive officers, board of directors, and membership will be provided on a regular basis a report on the financial condition of WCASS.

#### Section 9. IMMEDIATE PAST-PRESIDENT

A. The immediate past-president shall be a member of the executive officers of WCASS.

B. He/she/they will also serve as the co-chair of the WCASS Research/Special Projects Committee and will be the designated representative of WCASS for that committee.

C. The immediate past-president serves as the nominating committee chair and is responsible for collecting nominations and conducting elections for executive officers of the board of directors.

#### Section 10. REMOVAL OF OFFICERS.

A. A petition for removal of a WCASS officer shall be signed by at least five (5) members of the WCASS and shall be submitted in writing to the president. If the president is the subject of the petition, it shall be submitted to the president-elect.

B. The president (or president-elect) shall, within seven (7) days notify each executive officer in writing of the receipt of petition, names of parties concerned, and call a special meeting of the executive officers and board of directors to consider the matter within thirty (30) days following receipt of the petition.

a. At the board of directors meeting, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds majority vote of the members present, provided

there is a quorum, is necessary for the removal of the officer. Removal from office is effective immediately.

C. The officer being considered for removal shall be provided with the result of the board of directors action in writing within seven (7) days.

D. Upon receipt of written notification of removal, the officer concerned shall have fifteen (15) days to submit to the president (or president-elect) written notice of appeal.

. Within seven (7) days following receipt of a valid written notice of appeal, the president (or president-elect) shall call, in writing, for the appointment and meeting of an Appeal Board. The Appeal Board shall consist of two (2) representatives from each WCASS region, selected by the respective regions' membership, and shall meet within thirty (30) days following receipt of the notice of appeal. The president (or president-elect) shall serve as the non-voting chairperson of the Appeal Board.

a. At the meeting of the Appeal Board, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds majority vote of the members present is necessary to overturn the decision of the board of directors and reinstate the removed officer. Reinstatement is effective immediately.

b. The officer whose appeal has been considered shall be provided with the results of the Appeal Board action in writing within seven (7) days.

## **ARTICLE VI - WCASS REGIONAL ORGANIZATION**

WCASS will be organized into regional subgroups of the parent group in order to facilitate goals of the organization with respect to geographical concerns, service delivery and other regional matters. Each region shall be structured according to the policies set down by the policies of the board of directors.

## **ARTICLE VII - MEETINGS**

### Section 1. MEMBERSHIP MEETINGS

Membership shall meet two (2) times per year to conduct its necessary business and reports. All members shall receive notification of such meetings within a reasonable time. Changes in time or place of meetings shall be made upon recommendation of the executive officers with the approval of the board of directors.

### Section 2. MEETING ATTENDANCE

Attendance at business meetings may be restricted to members in good standing.

### Section 3. MEETING QUORUM

A quorum shall be established for the purpose of conducting any business if twenty (20) members are present.

### Section 4. ANNUAL MEETING

The spring meeting shall be designated as the annual meeting.

## **ARTICLE VIII - BOARD OF DIRECTORS**

### Section 1. BOARD COMPOSITION

The board of directors shall be made up of the officers of WCASS, the chairs of the standing committees, the chairs from each region.

### Section 2. BOARD SUPERVISION

The board of directors shall have general supervision of the affairs of WCASS between its business meetings. It shall advise the president, approve committee appointments and approve appointments by the president of all officer vacancies.

#### Section 3. BOARD QUORUM

A quorum of the board of directors shall be established for the purpose of conducting any business if seven (7) of the Board members are present including two (2) elected officers.

#### Section 4. BOARD RAPID RESPONSE

A. In matters demanding quick action or in a time of emergency the president shall have the authority to poll the members of the board of directors by phone, email or mail, to verify the vote, and to take appropriate action.

B. Such action shall be subject to ratification at the next meeting of the board of directors or general membership, whichever takes place first, unless the action taken is of such a nature that it cannot be reversed.

#### Section 5. EXECUTIVE DIRECTOR

A. The board of directors shall have the authority to contract for an executive director to implement the business of the organization.

B. The executive director may enter into whatever contractual arrangements are needed in order to fulfill WCASS's purpose and to obtain necessary services.

### **ARTICLE IX - COMMITTEES**

Section 1. STANDING COMMITTEES. The standing committees shall be as follows:

- A. SAA Legislation
- B. Membership/Recruitment
- C. Professional Development
- D. Research/Special Projects
- E. Awards and Recognition

#### Section 2. COMMITTEE MEMBERS

The standing committees and other special committees as needed shall be appointed by the president of WCASS with the approval of the executive officers.

#### Section 3. SCHOOL ADMINISTRATOR ALLIANCE Committees (SAA)

Membership on the SAA Committees shall be appointed by the president in consultation with the executive director.

#### Section 4. NOMINATING COMMITTEE

A. The immediate past-president shall serve as chairperson of the nominating committee. The chairperson from each of the WCASS regions will serve as the balance of the committee. This committee will create a call for nominations for the officers to be elected, and will seek at least two (2) candidates for each elected office to complete the slate of officers. The committee will check these nominations to determine eligibility and availability to hold office.

B. The nominating committee shall present the slate of candidates electronically or by mail, along with a brief biographical sketch of each candidate and an opportunity to vote electronically, or if necessary via printed ballot, to each voting member at least 30 days prior to the spring annual meeting. Votes shall be tabulated in accordance with Article V. Section 2 of the WCASS By-laws

C. In the event of any tie vote the board of directors shall break the tie by a majority vote.

#### Section 5. SPECIAL / AD HOC COMMITTEES

Special / Ad Hoc committees may be established as needed, either by the executive officers, the board of directors, or by vote of a majority of the members present at an annual business meeting. Members will be appointed by the president in consultation with the executive director.

#### **ARTICLE X - PARLIAMENTARY AUTHORITY**

The rules contained in "Robert's Parliamentary Law" and the latest edition of "Robert's Rules of Order, Revised" shall govern the Wisconsin Council of Administrators of Special Services in all cases to which they are not inconsistent with the by-laws.

#### **ARTICLE XI - AMENDMENTS**

Amendments to the by-laws will require two-thirds vote of the members present at any business meeting, provided the membership has been informed of the proposed revision at least thirty (30) days prior to the meeting.

#### **ARTICLE XII - DISSOLUTION**

Upon the dissolution of the WCASS, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

## APPENDIX

### History of Changes

On January 21, 2022 the WCASS Board of Directors reviewed, discussed and approved the following revisions for membership vote at the annual meeting May 5, 2022. Revisions approved by members on 5-5-22.

Proposed changes fall into three broad categories:

- increase consistency in formatting and grammar,
- increase clarity and alignment with roles and responsibilities as described in the policy handbook,
- update to reflect current context.

Specifically:

1. Converted document to Google Docs and updated formatting.
2. Grammatical and wording changes for consistency throughout the document (e.g., capitalization, hyphenation, use of term by-laws instead of constitution)
3. Article III-Membership
  1. Section 1: Adopt [CASE Professional Standards](#) for WCASS
  2. Section 3: Change language to reflect “violation of professional standards”. (Referenced “written code of ethics”. This could not be found, hence the recommendation to adopt CASE Professional Standards.)
4. Article V-Executive Officers
  1. Section 2:
    1. a: Update balloting process to reflect electronic submission, counting and results sharing
    2. b: Clarify titles/roles and responsibilities (e.g., past-president is the nominating committee chairperson)
    3. c: Add election record retention information
  - b. Sections 8 & 9:
    1. Align executive officer responsibilities with WCASS policy handbook (e.g., treasurer reviews annual budget prepared by the executive director, remove approval of executive director invoice from president and treasurer responsibilities in by-laws. Note executive officer review and approval process for reviewing and approving (or not) invoices from executive director is part of day-to-day operations and therefore should be incorporated in the policy handbook. ([by-laws vs. operations guidance](#))
    2. Add letter c for past-president)

Article VIII-Board of Directors

. Letter B: Remove executive director annual review. This is a policy discussion and may be included in the policy handbook. Because the position is contracted, a personnel review is not appropriate. Feedback regarding executive director’s role and attainment of identified organizational priorities is a contractual consideration.

Article IX-Committees

. Section 1:

1. Update name of legislative committee to reflect relationship to SAA.
2. Remove newsletter/handbook and public relations committees so by-laws reflect most current committee structure. (Note that there may be additional changes to bring to membership at the fall meeting. During the summer board workshop committee alignment to strategic goals and objectives may be discussed.)
3. Rename “Social/Awards” to “Awards and Recognition” to better reflect the work of the committee.

a. Section 4:

1. Align timing of ballot distribution with by-laws revision notice requirements (changed from four weeks to 30 days)
2. Increase consistency with 2016 amendments by changing “Constitution” to “By-laws”

Article X-Parliamentary Authority: Increase consistency with 2016 amendments by changing “Constitution” to “By-laws”

Article XII-Dissolution: Updated to reflect tax code status (WCASS is a 501(c)(6) corporation).

May 2016

1. Change of the title of this document to by-laws based on the legal recommendation for this document. 2. Eliminated the fall membership meeting, leaving two occurrences of membership meetings. 3. Cleaned up residual occurrence of “Executive Board” and changed to Board of Directors. 4. Added the action of the president and treasurer of reviewing and approving the monthly invoices of the executive director. 5. Corrected the Article Numbering, since we never realized there was a “missing Article” between Article VII and IX. 6. Modified the wording under Article VIII, Section 5. The executive director is currently not “hired”. This is a contracted service and paid on an hourly basis through the use of a monthly invoice.

May 2015

1. Eliminated the role of the Constitution Committee. This responsibility will now be rolled into the responsibilities of the president-elect. 2. We did not need to have a Constitutional change to re-organize the WCASS Regions. Yet it should be noted that the Board of Directors decided to increase the number of regions to 12, to coincide with the CESA regions. The reason was to provide improved representation for regions that previously combined CESA regions.

November 2014

1. Change in Membership Classifications and placed these categories in the Handbook, allowing for easier modifications. 2. Change of terminology from Executive Board to Executive Officers and Board of Directors  
a. Clarified the roles between the Executive Officers and the Board of Directors.