

KENTUCKY SCHOOL PUBLIC RELATIONS ASSOCIATION BYLAWS

Adopted as revised September 30, 2011

Mission Statement

As the authority and voice for school public relations in the Commonwealth, KYSPRA will meet the professional development needs of its members and advocate the creation of positions and the employment of professional public relations staff in all Kentucky school systems.

ARTICLE I – Name of the association

The name of this organization shall be the Kentucky School Public Relations Association, hereinafter referred to as “KYSPRA” or “the association.”

ARTICLE II – Geographical jurisdiction

The association's jurisdiction shall encompass and be limited to the Commonwealth of Kentucky.

ARTICLE III – Philosophy

The association operates on the belief that a strong public school system is the most valuable service government can provide and that achieving excellence in public schools can be assisted by identifying, understanding and communicating local schools' needs and achievements to the many public groups in each community and statewide.

ARTICLE IV – Goals

The association shall exist as a non-profit, non-political organization with the following goals:

- To help schools and districts increase public awareness of objectives, needs and achievements through effective communications programs and materials;
- To generate local and statewide support for and understand-

ing of the objectives, needs and accomplishments of Kentucky's system of public education;

- To provide quality professional development and continuing education opportunities for members and non-members in the practice of school public relations in Kentucky;
- To encourage the regular practice of sound public relations procedures by members and other school leaders throughout the state.

ARTICLE V – Organization

The association is organized exclusively for charitable, religious, educational or scientific purposes, and including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501[©] (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

The association shall meet all rules and requirements to maintain status as a chapter in good standing of the National School Public Relations Association (hereinafter referred to as NSPRA). Further, the association shall be an affiliate member organization of the Kentucky Association of School Administrators.

ARTICLE VI – Membership

The association shall offer four types of memberships:

- Professional – open to all individuals in education-related organizations.
- Institutional – open to education-related organizations and includes membership privileges for up to three individuals, with one member having voting privileges.
- Student – open to students of communications and public relations courses of study enrolled in Kentucky colleges and universities.
- Associate – open to businesses and other non-educational entities operating in Kentucky.
- Honorary members – nominated by the president and approved by the board of directors, this category is open to recognize individuals for contributions to KYSPRA and/or to mark official positions, for example, commissioner of education.

Membership will commence and continue upon renewal of annual membership registration and payment of dues. All members are eligible to vote and hold office in the association.

ARTICLE VII – Board of Directors

The association board of directors shall consist of the following individuals who must be qualified members in good standing:

- President – limited to one year.
- President-elect – limited to one year
- Secretary – limited to one year.
- Treasurer – limited to one year.
- Immediate Past President – limited to one year.
- Regional chairpersons consisting of members representing the association's **fourteen regions**. Regional directors are appointed by the president and approved by the board of directors for a term of one year, but may be reappointed.
- Directors-at-large representing the following organizations: Kentucky Department of Education, Kentucky Association of School Administrators, Kentucky School Boards Association, Kentucky Educational Television. B) Additional directors-at-large may be appointed by the president upon approval of the board of directors. Terms of directors-at-large are to be set by the president and approved annually by the board of directors.
- Ex-officio members may be appointed by the president with the approval of the remaining members of the board of directors. Ex-officio members may fully participate in meetings of the board of directors with the exception of voting on matters before the board.

Each of the above noted members of the board of directors shall have an equal and individual vote on all matter coming before the board.

Service in the association offices of president, president-elect, secretary and treasurer shall be limited to members in good standing of the association. The chapter president, president-elect, treasurer and secretary shall be members of the national Association. All other chapter officers and members are encouraged to be members of the National Association.

ARTICLE VIII – Nominations and elections

All terms of office begin on July 1 and end on June 30, except in the case of appointments to fill vacancies on the board of directors. Any vacancy in an elective office shall be filled through an appointment by the president and a subsequent affirmative vote of the remaining directors. An appointment to fill an unexpired term on the board of directors shall not constitute a full term with regard to any limitations on length of term established herein.

Prior to May 1 of each year, an election shall be held for the office of treasurer. The offices of secretary, president-elect and president shall be filled in the following manner of succession: treasurer becomes secretary, secretary becomes president-elect and president-elect becomes president. **Prior to serving on the Executive Committee, members are required to serve at least one year on the board.** Names of all new officers shall be reported to the offices of the National School Public Relations Association by May 15.

ARTICLE IX – Executive Committee

There shall be an executive committee of the association, consisting of the president, president-elect, secretary and treasurer. Between official meetings of the full board of directors, the executive committee is empowered to take actions deemed to be in the best interest of the association and its members, in full compliance of these bylaws and applicable local, state and/or federal statutes and codes. All actions taken by the executive committee must be presented at the next meeting of the board of directors for ratification of a vote of at least two thirds of the board members present. Any action by the executive committee that fails to gain the required ratification vote shall be considered null and void immediately upon the failed ratification vote.

ARTICLE X – Duties of officers and directors

President

The president shall be the chief executive officer of the association; shall preside at all meetings of the membership, the board of directors and the executive committee; shall be responsible for general and active management of association business; and shall ensure that all actions of the board of directors are carried into effect.

The president shall make appointments, subject to approval of the board of directors, to the board positions of regional director and director-at-large, and shall fill any vacancies that occur during a board member's term. The president also makes appointments of committee chairpersons as needed.

The president shall be a member in good standing of NSPRA and shall maintain liaison with NSPRA through the regional vice president and the national office.

President-elect

The president-elect shall serve as assistant to the president and shall serve in that capacity in any event of absence, inability or refusal to act by the president. When so acting, the president-elect shall have the full authority of the office of the president.

Further, the president-elect shall serve as chairperson of the annual professional development conference and shall be a member in good standing of NSPRA.

Secretary

The secretary shall attend all meetings of the board of directors and shall record and produce a report on all actions taken by the board. He or she shall give or cause to be given notice of all meetings of the board and/or membership; shall have custody of the corporate seal of the association and shall have authority to affix the same to any instrument requiring it. He or she shall be responsible for maintaining the organization's official records and official membership list. The secretary shall be a member in good standing of NSPRA.

Treasurer

The treasurer shall have custody of association funds and securities and shall keep full and accurate accounts of receipts and expenditures in records which shall belong to the association; shall see to the deposit of all funds and other valuable effects in a financial institution approved by the board of directors; shall disburse funds as ordered by the board of directors or by the board's executive committee, taking and recording proper vouchers for all such disbursements.

Additionally, the treasurer shall serve as chairperson of the annual

spring professional development retreat for the association and shall be a member in good standing of NSPRA.

Regional chairperson

Each regional chairperson shall be responsible for maintaining contact with all association members working in school districts, organizations and individual members residing within the service area of that region; shall hold regional meetings, when appropriate; shall report to the board of directors on an as needed basis on the activities of members and/or the association in the region; and shall serve as a liaison and resource to members and non-members in the practice of school public relations in that region. **Regional chairpersons will be expected to submit a written report of region activities to the President one week prior to the quarterly board meetings.**

Directors-at-large

Each director at large shall be either a) the designated representative of the organization so noted in Article VII and shall serve as liaisons between the association and their represented organization, or b) an appointee of the President with approval by the board of directors.

No member of the board of directors may serve in two capacities at the same time, for example, officer and director-at-large, or regional chairperson and director-at-large.

ARTICLE XI – Dues

The association's board of directors shall establish annual dues requirements for each type of membership. Once set by the board of directors, all matters affecting dues thereafter must be approved by a two thirds vote of members at the association's annual membership business meeting.

ARTICLE XII – Finances

The association shall operate on a fiscal year beginning July 1 of each year and ending on June 30.

The association's funds shall be deposited in an interest-bearing account in a financial institution designated by the board of directors and shall be expended only as prescribed in these bylaws.

Any person receiving funds on behalf of the association shall cause those funds to be deposited to the association's credit in the approved financial institution, giving proof of the deposit to the treasurer.

All expenditures of association funds shall be approved by a vote of the board of directors. Any expenditure, either individually or together related to a single function, which will exceed \$1,000, must be approved prior to commitment of the funds, either by the executive committee or at a board of directors meeting._

All association financial accounts shall be reviewed annually by a committee consisting of the president, the president-elect, the treasurer and at least three (3) additional association members appointed by the president. This review shall take place within thirty (30) days of the close of the fiscal year. Financial reports shall be made to the full board of directors at each meeting, and an annual financial report shall be made to the membership.

No part of the income or assets of the association shall be used by any member or officer, except in order to reimburse documented expenses initially approved by the treasurer and/or president, and finally accepted by the board of directors.

ARTICLE XIII – Prohibited Activities

“No part of the earnings of the chapter shall inure to the benefit of, or be distributed to, its directors, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in these Bylaws. Except as provided in Section 501 (h) of the Internal Revenue Code of 1954, or any corresponding provision of any future United States Internal Revenue law, no substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Chapter shall not participate in, or intervene in (including the publishing or distribution of campaign statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Bylaws, the organization shall not carry on any other activities not permitted to be

carried on (a) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law, or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.

Upon dissolution of the Chapter, the Executive Board shall, after paying or making provision for the payment of all the liabilities of the Chapter, dispose of all the assets of the Chapter exclusively for the purposes of the Chapter in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization of organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, as the Executive Board shall determine."

ARTICLE XIV – Meetings

There shall be quarterly meetings of the association's board of directors for conducting the association's business during the fiscal year. **Quorum must be met before the association can conduct business. Quorum is met when at least 2 executive board members, plus 1/3 of the Board is in attendance.**

Additionally, there shall be an annual membership business meeting at a date and time designated by the board of directors. The secretary shall cause notification of the annual meeting to be sent to all association members in writing at least two weeks in advance of the meeting date. The president shall provide the secretary with a proposed agenda for the meeting in sufficient time to allow the notice to be provided in compliance with this provision.

Business may be transacted by a majority vote of the members present at any official meeting. The secretary shall produce a report on actions taken at all meetings. The secretary shall send copies of these reports to the NSPRA area vice president and the national office.

ARTICLE XV—Amendments to bylaws

These bylaws may be amended on a two-thirds majority vote of the members present at either a) the annual membership business meeting, or b) a special called membership meeting with 30-days notice given to all members. Any proposed amendments shall be given in writing to all members at least 30-days before said amendments shall be submitted for a membership vote.

After approval, any amendments shall be submitted to the NSPRA Executive Board for approval before they become effective.

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