

**BYLAWS
OF
NEBRASKA RURAL COMMUNITY SCHOOL ASSOCIATION**

**ARTICLE I
Membership**

Section 1. Membership Criteria.

The Nebraska Rural Community School Association (“NRCSA”) shall be a membership organization. Membership shall be composed of **school districts, Educational Service Units, and Nebraska colleges or universities** serving rural communities and schools. Those eligible for membership must pay annual dues as established by the bylaws. In addition to voting memberships, affiliate members comprised of businesses, retired board members, educators, and other individuals who share an interest in rural education may be allowed, at the discretion of the Executive Committee, but such members shall not have voting rights. Such individuals may be appointed to serve on special committees as ex-officio members.

Section 2. Voting Rights.

Each regular member (school districts, ESUs, colleges, and universities) shall be allowed one vote at membership meetings and on ballot issues. Member institutions will be represented by one delegate designated by the member institution.

Section 3. Meetings.

General membership meetings shall be held at least three times annually. Meetings shall be held in conjunction with “Administrators Days” in late July or early August of each year, with the NASB-NASA fall meeting and the third meeting shall be held in conjunction with the NRCSA Spring Conference. The third meeting, called the “Spring Meeting,” shall be the annual general membership meeting. The date, time, and place of the spring meeting shall be determined by the Executive Committee. The Executive Committee may also call other special general membership meetings at its discretion. Fifteen percent of the members, represented by delegates in person, shall constitute a quorum.

Section 4. Notice of Meetings.

Notice of the date, time and place, and in the case of a special meeting, the purpose of general membership meetings shall be given to the membership in a reasonable manner, but not less than three (3) days prior to the scheduled meeting date.

Section 5. Voting At Meetings and by Ballot.

Issues may be presented for a vote of the membership by the Executive Committee or by referendum petition offered by a majority of the voting members. All issues shall be decided by a majority vote of the delegates present at any appropriately scheduled meeting. Ballot issues shall be decided by a majority of ballots cast. Ballots may be developed in paper or electronic format with appropriate action to ensure one vote per member.

Section 6. Dues.

Dues shall be established by the general membership on recommendation of the Executive Committee and separate rates of dues may be set for different categories of memberships. Dues shall be payable September 1 of each year, and shall be delinquent October 1. Members shall not be eligible to vote unless their dues are current.

ARTICLE II
Board of Directors and Committees

Section 1. Executive Committee.

The officers shall, together with the District Representatives, constitute the board of directors which shall be called the Executive Committee. The business of the Corporation shall be managed by the Executive Committee. All matters of policy shall be determined by the Executive Committee. The Executive Committee may hire an Executive Director or otherwise contract with agents to accomplish all necessary functions of the organization.

a. Meetings of the Executive Committee

The Executive Committee shall meet at least three times annually, before the spring, summer and fall general membership meetings, and at such other times as necessary as determined by a call of the President or any other three members of the Executive Committee. A majority of the Executive Committee members shall constitute a quorum. Reasonable notice of the time and place of any meeting shall be given orally or in writing to each member of the Executive Committee.

b. Reimbursement

Members of the Executive Committee, other committees of the organization and members working on a task at the direction of the Executive Committee, shall be reimbursed for expenses incurred as a result of their official duties in NRCSA. All claims for additional expenses shall be approved by a majority of the Executive Committee. Expenses may be claimed for:

- Registration fees for conferences attended by an officer or officers that are approved by the Executive Committee prior to registration for the conference;
- Lodging,
- Meals with receipt or with a per diem established by the Executive Committee
- Mileage, to be paid at the same rate as is paid by the State of Nebraska, Department of Education.
- Other legitimate expenses, such as postage, telephone, etc.

c. Payment of Professional Fees.

The Executive Committee may also authorize the payment of professional fees for executive director, lobbyist, attorneys, and other agents' expenses incurred on behalf of work performed for NRCSA.

Section 2. Other Committees.

There shall be two standing committees, the Legislative Committee and the Business Committee, in addition to the Executive Committee. The chairperson and members of the Legislative Committee shall be appointed by the Executive Committee.

a. Legislative Committee Members

The Legislative Committee shall be appointed by the Executive Committee annually. Consideration shall be given to appoint members from each of the six NRCSA districts as possible. The Executive Committee may appoint a chair or co-chairs in addition to the 12 legislative committee members or may select a Legislative Committee member to serve as chair. Voting on the committee shall be restricted to the 12 committee members. Chairs that are not representing one of the six regions may preside over meetings but will not have a committee vote.

b. Meetings of the Legislative Committee

The Legislative Committee shall meet during the legislative session each year to review legislation and to determine the official position of NRCSA on specific bills as called by the Legislative Committee chair or co-chairs, a majority of the legislative committee, or the executive committee.

c. Positions on Policies.

Any delegate of the organization may initiate a petition to develop or change a legislative position taken by the Legislative Committee and/or Executive Committee. If such a petition is signed by fifteen percent of the organization's voters and communicated to the President, the legislative position shall be submitted by mail to the organization's voting members. A majority vote shall determine the position of the organization. Position statements on non-legislative items, such as Department of Education rules, may be developed by the Executive Committee, and the Executive Committee may authorize testimony or other public statements on behalf of the organization. Any member of the organization may initiate a petition to have a non-legislative position changed following the same rules and procedures as those for changing a legislative position.

d. Business Committee.

The Business Committee shall meet to take care of necessary business items and other items as may be directed by the Executive Committee. The duties of the Business Committee shall be defined by the Executive Committee. The Business Committee shall be made up of such persons as may be selected by the Executive Committee and each member shall serve two year terms with no maximum number of terms. The chair of the Business Committee shall be appointed by the Executive Committee by August 1st of even numbered years. Vacancies on the Business Committee may be filled by the Executive Committee as necessary.

Section 3. Special Committees.

Special committees may be created by the Executive Committee. Members shall be appointed by the Executive Committee.

ARTICLE III Annual Audit

The corporate books and records shall be audited annually by a certified public accountant selected by the Executive Committee. The annual audit shall be prepared no later than the fall business meeting of each year.

ARTICLE IV Officers

Section 1 . Designated Officers.

The corporation shall have a President, a President-elect, a Secretary-Treasurer, and a Past President. The same person may not hold two or more offices.

Section 2 . Duties of Officers.

a. President.

The President shall:

- preside at all meetings of the general membership and the Executive Committee;
- ensure that all orders and resolutions of the Executive Committee are carried into effect;
- execute all instruments for the corporation.

b. Secretary-Treasurer.

The Secretary-Treasurer shall:

- ensure the minutes are kept as necessary at executive committee and membership meetings
- sign such instruments as require the Secretary's or Treasurer's signature;
- ensure that such financial statements or reports are prepared as the Executive Committee may require.
- perform all duties incident to the office or that are properly required by the Executive Committee;

Section 3. Nomination and Election Procedures for Executive Committee

The Executive Committee shall be the governing body for the corporation and shall consist of ten members. A President, President- Elect, Past President, Northeast Representative, Southeast Representative, North Central Representative, South Central Representative, Western Representative, and Southwest Representative. Nominations will open annually on February 1st and shall be closed annually with appropriate motion and affirmative vote of the attendees at the annual general membership “Spring Meeting”.

The Executive Committee’s designee shall mail ballots to all members not more than two-weeks after the spring business meeting. Ballots must be returned to the Executive Committee’s designee no later than May 1st following the spring business meeting. Candidates receiving the highest number of votes cast shall be elected. In the event of a tie, the Executive Committee’s designee shall mail new ballots to the members listing only the nominees who tied, for a vote-off until a majority vote can be determined.

a. President and President-elect.

President-elect shall be nominated and elected annually according to the

nomination and election process and shall serve from the following August 1 until July 31, for a term of one year. The President-elect becomes President the following August 1 and Past-President following the one-year term as President.

b. Secretary-Treasurer.

The Secretary-Treasurer shall be nominated and elected every three years according to the nomination and election process. The Secretary-Treasurer shall serve no more than two consecutive three-year terms.

c. District Representatives.

Six representatives of the membership shall be elected to serve on the Executive Committee. For this purpose, the State of Nebraska shall be divided into six districts, northeast, southeast, north central, south central, southwest and western.

- The northeast district shall include all area and schools north of U.S. Highway 30 and east of and including Knox, Antelope, Boone, Nance, and Merrick counties.
- The southeast district shall include all area and schools south of U.S. Highway 30 and east of and including Hamilton, Clay and Nuckols counties.
- The north central district shall include all area and schools bounded on the west and including Cherry, Grant, and Arthur counties; on the south by Arthur, McPherson, Logan, Custer, Sherman and Howard counties; and on the east by Boyd, Holt, Wheeler, Greeley, and Howard counties.
- The south central district shall include all area bounded on the west and including Furnas, Gosper, and Dawson counties; on the north by Dawson, Buffalo, and Hall counties, and on the east by Hall, Adams, and Webster counties.
- The western district shall include all area and schools west of and including Sheridan, Garden, and Deuel counties.
- The southwest district shall include all area and schools bounded on the north and including Keith and Lincoln counties; and on the east by Lincoln, Frontier, and Red Willow counties.

One representative shall be elected from each district. District representatives shall be nominated and elected in accord with the nomination and election procedures. District representatives shall serve terms of three years, and shall serve no more than two consecutive terms. District representatives must be a current voting member as described in Section 1 of these bylaws.

Section 4. Resignations and Vacancies

The Executive Committee may accept the resignation of an officer. A vacancy in any office may be filled by the Executive Committee for the remainder of the appropriate term.

**ARTICLE V
Corporate Powers**

The corporation shall have all the powers provided by law for the furtherance of its purposes, and specifically shall have the power to indemnify and purchase insurance as

provided by Sections 21-1904 (a) to 21-1904 (g) of the Nebraska Nonprofit Corporation Act.

ARTICLE VI
Amendments

These Bylaws may be amended by a majority vote of the general membership delegates present and voting at regular or special meeting provided that at least thirty (30) days notice of the proposed amendment is given to the membership.

CERTIFICATE

I hereby certify that the foregoing are the Bylaws duly approved and by a majority vote of the members of the corporation during the 2007 regular spring election. These Bylaws supersede and replace the "Constitution and Bylaws" adopted March 22, 1989, Bylaws adopted March 24, 1994, Bylaws adopted June 29, 2004 and all other Bylaws approved by this organization.

Dated this 20th day March 20, 2007.

Greg Barnes, President

Keith Fagot, Secretary Treasurer