

SCHOOL ADMINISTRATORS ASSOCIATION OF  
NEW YORK STATE

CONSTITUTION AND BY-LAWS

~~EFFECTIVE: August 1, 2002—with prior revisions as of March 2022~~

FINAL REVISION PROPOSALS: 2022

SCHOOL ADMINISTRATORS ASSOCIATION OF NEW YORK STATE  
8 Airport Park Boulevard, Albany Airport Park  
Latham, New York 12110

## C O N S T I T U T I O N

### **ARTICLE I -- Section 1 -- Name**

This organization shall be known as School Administrators Association of New York State.

### **ARTICLE II -- Section 1-- Mission Statement**

To provide direction, service, and support to our membership in their efforts to improve the quality of education and leadership in New York State schools.

#### **Section 2 -- Goals**

Improve the quality of education available to the youth of the State of New York.

Improve the quality of educational leadership in the schools of the State of New York.

Support the membership in their efforts to improve the working relationships among the separate elements of the educational profession of the State of New York.

Provide a forum for the discussion of problems of mutual concern.

Support and promote the position of the membership on significant local, state, and national concerns to the educational community.

Provide services that will support the development, maintenance, and growth of the professional, economic, and legal status of the membership.

### **ARTICLE III -- Section 1 -- Membership**

a. Active: Active membership is open to any practicing school administrator or supervisor in the State of New York upon payment of prescribed dues. A practicing school administrator or supervisor is defined to include:

Any school personnel who have complete or partial responsibility for administering and/or supervising educational programs and/or staff, or any member of a bargaining unit affiliated with SAANYS.

b. Associate: Associate membership is open, upon payment of prescribed dues, to any individual who has or has had a working or cooperative relationship with school administration or supervision in the State of New York. An associate member has all rights of membership except those of voting and holding office.

c. Retired: Retired membership is open, upon payment of prescribed dues, to any individual who joins ~~directly from Active Membership~~ SAANYS in any applicable retiree category (Active, Affiliate, Associate or any additional category authorized by the Board of Directors); Each retiree category has different requirements, benefits, and dues.

d. Honorary: Honorary life membership may be conferred upon any individual who is deemed worthy of this recognition by the Board of Directors.

e. Organizational Partners and Partner Members: Other statewide educational associations may become Organizational Partner members of SAANYS, as authorized by the SAANYS Board of Directors. Individual members of such Partner Organizations may also be individual Partner Members of SAANYS. Organizational Partner dues as well as the rights, benefits, and services available to Partner Organizations and Partner members, shall be determined by a contractual arrangement between SAANYS and the Partner Organization. The SAANYS Executive Director is authorized to execute such contracts.

#### **ARTICLE IV -- Section 1 --Dues**

a. Active: Dues for active members shall be determined by the Board of Directors on an annual basis. Dues are payable prior to June 30 of each membership year.

b. Associate: Dues for associate membership shall be subject to annual review and revision by the Board of Directors. Dues are payable at the time of membership renewal.

c. Retired: Dues for retired memberships shall be determined by the Board of Directors on an annual basis. Dues are payable at the time of membership renewal.

d. Organizational Partner and Partner Members: Dues for these categories shall be determined through a contractual agreement between SAANYS and a Partner Organization.

## ARTICLE V -- Section 1 -- Officers

a. Elected: The elective officers of the Association shall be the President and the President-Elect of the Board of Directors.

b. Term of Office: The President and the President-Elect shall hold office for one year, or until a successor has been duly elected. The President and President-Elect shall assume office on the last day of the fall conference or October ~~1~~31 of the year elected if no fall conference is held. The President and President Elect shall hold office for no more than one year in each office or until a successor has been duly elected.

c. Appointed: The Executive Director shall be selected and appointed by the Board of Directors. The Executive Director shall serve as the executive officer of the Board of Directors. The Board of Directors shall determine duties and terms of employment.

## ARTICLE VI -- Section 1 -- Board of Directors

a. Composition: The Board of Directors is the policy making body of the Association. It is composed of two members from each Region of the association and one member from each recognized unit from each of the big ~~four~~five cities (New York City, Buffalo, Rochester, Syracuse, and Yonkers) that maintains an affiliation with SAANYS, and one representative of the retiree members of the association.

b. Term of Office: Each member of the Board of Directors serves for a term of two years.

c. Vacancy: In the event of a vacancy on the Board of Directors, the vacancy shall be filled in accordance with the procedures of Article II, paragraph (g) of the By-Laws.

d. The Executive Committee is comprised of the association's two officers (President, President-Elect), Executive Director (non-voting), Immediate Past-President (non-voting) and three Director seats as elected annually by members of the ~~directors~~Board of Directors. (See By-Laws for procedure for election of members). There may also be special Organizational Partner seats on the Executive Committee with the rights and responsibilities as described in any contractual agreement between SAANYS and an Organizational Partner.

## ARTICLE VII -- Section 1 -- Regional Executive Committee (Board)

- a. Function: The Regional Executive Committee is the coordinating body of the local Associations within the region. It is responsible for proposing, sponsoring, coordinating, and supervising Association activities at the regional, intermediate, and local levels.
- b. Composition: The Regional Executive Committee shall be composed of representatives from the local associations within the region. Each local association within the region is entitled to have one representative and one vote on the Regional Executive Committee.

## ARTICLE VIII - Section 1 --- Regional Intermediate Executive Committee (By-Law Option) Council

- a. Function: The Regional Intermediate Executive Committee Council is a coordinating body established ~~to provide more effective communication between the Regional Executive Committee and the local associations within that region for the purposes described in Article V of the SAANYS by-laws.~~

## ARTICLE IX ---

### Section 1 -- Local Associations

- a. Composition: A local association is an administrative bargaining unit whose members qualify for active membership in the School Administrators Association of New York State.
- b. Function: The local association is the representative of its members with the school district and serves as liaison with the Regional Intermediate Council, if applicable, the Regional Executive Board, and the state association. A local association is authorized to participate in the affairs of the state association if it has ~~a majority of~~ members who are active members of the state association. Participation in the state Association affairs, voting on matters before the state association at any level, and benefits and services derived from the state association shall be limited to those members of the local association who are active members of the state association.

## **Section 2 – Individual Members**

Individual members of SAANYs (those not in an affiliated local association) shall derive benefits and services from the state association as long as they are members in good standing. Membership in good standing shall require being current in the payment of applicable dues.

### **ARTICLE X --Section 1 --Amendment**

This Constitution may be amended by a majority vote of those active members who vote on a proposed amendment as provided for in Article VIII of the By-Laws.

### **ARTICLE XI --Section 1 -- Effective Date**

This Constitution shall become fully effective on ~~August 1, 2002~~September 1, 2022.

# SCHOOL ADMINISTRATORS ASSOCIATION OF NEW YORK STATE

## BY-LAWS

### ARTICLE I -- Section 1 -- Dues

a. Active Members: Dues for active members, including retired members, shall be determined annually by the Board of Directors as part of budget adoption procedures. Dues shall be paid by each active member on a percentage applied against their annual contract salary for the school year covered by the budget. The percentage determined by the Board of Directors shall be adequate to meet all budgeted expenditures.

b. Associate Members: Annual dues for associate members shall be established annually by the Board of Directors as part of budget adoption procedures.

c. Organizational Partner and Partner Members: Annual dues for these categories shall be determined through a contractual agreement between SAANYS and a Partner Organization.

### ARTICLE II -- Section 1 --Board of Directors

a. Composition: The Board of Directors is elected to represent the membership in the Region they serve. Two Directors will represent each Region on a staggered two-year term basis, one Director will represent ~~each~~ any of the “Big ~~Four~~ Five” cities (New York City, Buffalo, Rochester, Syracuse, Yonkers) who have units that are affiliated with SAANYS and one ~~to~~ Director, who is retired from school administration and is a retired member of SAANYS, will represent the retiree members.

b. Qualifications: Members elected to the Board of Directors to represent a specific Region must hold active or retired membership in the Association at the time they are nominated and must have been an active or retired member for the ~~three~~ two years immediately preceding their nomination and election. Board members must remain active or retired members current in their dues to remain on the Board of Directors.

c. Elections: Each region shall elect one of its members to serve on the Board of Directors each year. Every other year the ~~Retiree Advisory Board~~ Board of Directors, in its October meeting, shall elect the Director for retired members. The person so elected shall have the membership status of ~~retired active~~ Retired Active or Retired Affiliate. ~~and shall be elected from among those nominated by the Retirement Committee of SAANYS. In the absence of any such nomination, the Board of Directors is authorized to elect any retired active member to that seat. The members so elected shall serve for a term of two years.~~ Each director representing ~~each any~~ of the “Big ~~Four~~ Five” cities will be selected by a process determined by the governing body of the association they represent and serve for a term of two years, ~~and the director representing the retirees shall serve a term of two years.~~

d. Voting: The Board of Directors represents those active members in each region who are in good standing. As representatives of these active members, each director is authorized to cast one vote on each issue presented before the Board of Directors. At the written request of the President, a vote of the Board of Directors may be taken by mail. This balloting shall have the force and effect of a vote taken at a meeting of the Board.

e. Meetings: The Board of Directors shall meet at least four times each organizational year.

f. Election of Directors: Each director shall serve for a term of two years beginning with the last day of the fall conference or October ~~1~~ 31 of the year they are elected if no fall conference is held.

g. Vacancies: ~~Except for a vacancy in the director position which represents active retiree members, in the event of a~~ A mid-term vacancy in the membership of the Board of Directors, ~~such vacancy or vacancies~~ shall be filled as early as possible prior to the next meeting of the ~~region following the occurrence of the vacancy~~ Board of Directors. This shall be according to the regular election procedure used ~~in that region~~ by the entity that the Director represents (Region, Big Five Association, or the Retiree Advisory Board). The newly elected member(s) shall serve for the unexpired term(s) of the created vacancy(ies). ~~In the event of a vacancy in the director position which represents active retiree members, the remaining members of the Board of Directors shall elect an active retiree member to serve for the unexpired term of the vacancy. Prior to this election the Board shall seek recommendations from the SAANYS retirement committee.~~

h. If either Regional Director is absent from any meeting of the Board of Directors, the Regional Chairperson of that region may sit in the place of the absent Director with full voice and vote. If a Director from one of the Big ~~Four~~ Five cities (New York City, Buffalo, Syracuse, Rochester, and Yonkers) is absent from any meeting of the Board of Directors, the governing body of that unit may



appoint a representative to sit in place of the absent Director with full voice and vote. If the Retiree Director is absent, the Retiree Advisory Board may designate a representative to sit in the place of the absent Director with full voice and vote.

### **ARTICLE III -- Section 1 -- Duties of the Board of Directors**

- 1) The Board of Directors shall set policy for the Association.
- 2) The Board of Directors shall make recommendations to the members regarding proposed amendments to the Constitution and By-Laws.
- 3) The Board of Directors shall approve appointment of standing committees, special committees, and other appointments where approval is required.
- 4) The Board of Directors, at the spring meeting, shall consider and adopt a budget for the coming year.
- 5) The Board of Directors shall have the authority to approve disbursement of any funds held in contingency reserve, or escrow accounts for any purpose consistent with the goals of the Association.
- 6) The Board of Directors shall have the power to establish and revise the boundaries of the regions.
- 7) The Board of Directors shall appoint the Executive Director.

### **ARTICLE III -- Section 2 -- Duties of Officers**

- 1) The President is authorized to enter into contracts on behalf of the Association.
- 2) The President-Elect will act in the absence of the President.
- 3) The President-Elect will chair the Annual Conference Planning Committee.
- 4) The President shall preside at meetings of the Board of Directors and shall assist with the development of the agenda for all meetings of the Board of Directors.
- 5) The Past-President shall chair the Nominating Committee for the office of President-Elect and for the Executive Committee.
- 6) The Officers shall conduct an annual evaluation of the Executive Director.

### **ARTICLE III -- Section 3 -- Duties of the Executive Committee**

- 1) The Executive Committee is responsible to the Board of Directors.
- 2) The Executive Committee shall transact the business of the association between board meetings.
- 3) The Executive Committee shall provide for the auditing of the Association's accounts on an annual basis.
- 4) The Executive Committee shall recommend for appointment to the Board of Directors an Executive Director.
- 5) The Executive Committee will advise the Executive Director in his preparation of the annual budget.

### **ARTICLE IV -- Section 1 -- Regional Executive Committee (Board)**

- a. Officers: ~~Officers~~ Unless the Regional Executive Committee decides otherwise, the officers in the Regional Executive Committee shall be: Chairperson, Vice Chairperson, Secretary and Treasurer (at the option of the Regional Committee, the positions of Secretary and Treasurer may be held by one person).
- b. Election of Officers: Election of officers shall take place at the spring meeting of the Regional Executive Committee.
- c. Meetings: The Regional Committee shall meet ~~not less than four times~~ regularly each year to discharge the affairs of the region.
- d. Duties: The Regional Executive Committee shall establish procedures to inform all local associations in that region of information and directions received from the Board of Directors.

The Regional Executive Committee shall establish procedures that will enable local associations to have an active role in influencing the course of the association.

The Regional Executive Committee shall establish procedures that will support local associations in their local activities.

## ARTICLE V -- Section 1 --- Regional Intermediate Council

- a. Purpose: ~~The~~ When established by the Regional Executive Committee, Intermediate Councils may exist in Regions that have disparate population clusters, cover a large geographical area, discrete political units that are coterminous with school districts, or in any area where factors exist that warrant the existence of sub-unit below the level of the Regional Executive Committee. The Intermediate Council exists to:
1. Improve communications between local associations and the Regional Council.
  2. Encourage more professional activity within those areas that have common interests.
  3. Support the activities of the local associations in their efforts to improve the professional, economic, and legal positions of their members.
- b. Representation on Regional Executive Committee: As a unit, the Intermediate Council has no representation on the Regional Executive Committee. ~~However, an Intermediate Council may elect a representative to the Regional Executive Committee. This representative can speak for as many local associations in the Intermediate Council as they are authorized to represent, and they may cast as many votes as the number of local associations unless the Regional Executive Committee provides otherwise.~~

Local associations that are part of an Intermediate Council may be represented at the Regional Executive Committee on the same basis as any other local association ~~providing that a delegate from the Intermediate Council has not been authorized to speak for the active members in that local association.~~

- c. Authority: The Intermediate Council is authorized to organize and to function upon approval by the ~~Board of Directors~~ Regional Executive Committee. ~~This approval can be requested in writing, by any duly elected President of a local association. Such requests must include the approval (verified by the signature of the President, and the date a motion to that effect was approved) of all local associations that will be included in that Intermediate Council. Action on the request will be taken at the meeting of the Board of Directors that follows receipt of the request.~~

## ARTICLE VI --Section 1 - Local Association

- a. Composition: The local association is composed of those members of a local school district or self-contained education unit other than a local school

district (e.g., BOCES) who qualify for membership in the state association and who have paid their state and/or local dues.

b. Structure: There is no mandate to structure a local association in a particular manner.

c. Representation on Regional Executive Board: Each local association is represented on the Regional Executive Committee by one elected delegate. The delegate represents the local association in all matters before the Regional Executive Committee. Each delegate is authorized to cast one vote on the Regional Executive Board.

## **ARTICLE VII -- Section 1 -- Annual Budget**

a. Preparation: The Executive Director, with the advice of the Executive Committee, shall prepare a budget for the forthcoming year of operation of the association.

b. Dates of Adoption: The Board of Directors shall adopt the budget no later than July 1 of the organizational year ~~preceding its application.~~

## **ARTICLE VIII -- Section 1 -- Amendments to Constitution or By-Laws**

- a. Proposed Amendments: A request for consideration of an amendment to the Constitution or By-Laws may be submitted, in writing, to the Board of Directors in exact, correct, and appropriate language by the Regional Chairperson or by any member of the Board of Directors at any regular or special meetings of the Board of Directors.
- b. Submission Date: Proposed amendments to the Constitution or By-Laws shall be received by the Board of Directors two weeks prior to any regularly scheduled meeting of the Board of Directors.
- c. Submission to Membership: Proposed amendments to the Constitution or By-Laws shall be submitted, in writing, to each active member of the association by July 1.
- d. Voting on Proposed Amendments: The membership shall vote on proposed amendments to the Constitution or By-Laws by using ballots provided by the association.

The deadline date for the return of ballots must be clearly identified on the ballot. Amendments shall not become effective until the first meeting of the subsequent year.

- e. The Board of Directors shall appoint a committee to review this Constitution and By-Laws every five years effective with the adoption of this Constitution.

## **ARTICLE IX -- Section 1 -- Election of President-Elect of the Board of Directors and the Association**

- a. Designation of Candidates
  1. Nominating Committee: The President, with the advice and consent of the Board of Directors, shall appoint a Nominating Committee consisting of the immediate Past President as Chair and two members of the board of directors from two different regions. The Nominating Committee shall be appointed prior to January 1.
  2. Membership-at-Large: The active membership can submit nominations for the office of President- Elect by:

a. Submitting a petition to the nominating committee signed by fifty active members identifying the candidate and his/her qualifications.

b. The petition shall be accompanied by a description of the nominee's qualifications in no more than one hundred words to be used verbatim on the ballot that will be sent to the ~~membership~~ members of the Board of Directors.

b. Qualifications of Candidates:

Each member nominated for the office of President-Elect shall have the following minimum qualifications:

1. Must be a member or a former member of the Board of Directors at the time of the nomination.

2. Must have completed at least one full year as a Director prior to nomination.

~~3. Must have completed at least one full year on the Executive Committee.~~

c. Submission Dates for Nominations:

The Nominating Committee shall present the name of its nominee and a statement of the nominee's qualifications to the Board of Directors prior to the spring meeting of the Board of Directors.

d. Voting for President-Elect:

If a single nominee is a candidate for the office of President-Elect as of the spring meeting, election to the office will be effected automatically.

If there is more than one candidate for the office, the following procedures shall be used:

1. The ~~Board of Directors~~Nominating Committee will submit to the ~~active membership~~ Board of Directors a description of each candidate as received on ~~the any~~ nominating petition ~~or as received from and those made by~~ the Nominating Committee.

2. The description of the candidates shall be distributed to the ~~active membership at least thirty days prior to the first day of the fall~~

~~conference~~Board of Directors. If no fall conference is held, this description shall be distributed prior to September 1.

3. The description of candidates shall be accompanied by a ballot provided to the Board of Directors clearly identifying the ~~candidates~~nominees for the office, ~~and bearing, in a prominent place, the deadline date for return to the office of the Executive Director. The ballot must be received in the office of the Executive Director no later than ten calendar days prior to the fall conference or September 20 if no fall conference is held.~~

4. Plurality Required: The President-Elect shall be that nominee for office who received a simple plurality of the votes cast by ~~the active membership~~the members of the Board of Directors who returned valid ballots in advance of the deadline date for the return of the ballots.

## **ARTICLE X --Section 1 -- Election of the Executive Committee**

The following procedures will be followed regarding the annual nominations and elections to the Executive Committee.

a. The President shall appoint a Nominating Committee consisting of the immediate Past President as Chair and two members from the Board of Directors from two different regions at the opening of the Spring Board meeting.

b. Any member of the Board of Directors may be recommended to the Nominating Committee to be elected to the Executive Committee by July 1 by submitting:

1. A personal letter of interest; or
2. A letter from any Board member supporting the nomination of another Board member.

c. The Nominating Committee will complete its deliberation by August 31.

d. By September 15, the chairperson of the Nominating Committee will submit the Nominating Committee Report to the President of SAANYS.

e. ~~By September 30, the~~The President will disclose the list of nominees to all voting members of the Board of Directors at the first Board meeting following receipt of the Nominating Committee report. The election of an Executive Committee should not include campaign activities as each person should be free to vote and participate in relation to the best interests of SAANYS.

f. The election of the Executive Committee will take place at the last meeting of the existing Board of Directors' year (immediately prior to the beginning of the annual conference). If there is no annual conference, the election will be at the beginning of the fall meeting of the existing Board of Directors.

g. Nominations will be accepted from the floor and duly seconded. The person making such nomination shall present the necessary qualifications of the nominee.