

BY-LAWS OF THE VIRGINIA SCHOOL PLANT MANAGEMENT ASSOCIATION (VSPMA)

Adopted: November 9, 2016

Amended: February 8, 2017

ARTICLE I – NAME

This organization shall be known as the Virginia School Plant Management Association (VSPMA), hereafter referred to as the Association.

ARTICLE II – OBJECTIVES

In the interest of enhancing and promoting the educational process, the purposes of this Association shall be to:

1. Promote better school plant management, maintenance, housekeeping, safety, security, energy management and environmental control in Virginia's K-12 facilities through continued education of its members.
2. Provide for the exchange of information to improve all aspects of school plant management in Virginia's K-12 facilities.
1. Develop a a working relationship with school administrators, managers, non-instructional and instructional personnel, the Virginia General Assembly, and the Virginia Department of Education to foster the progress and improvement of educational programs through exemplary K-12 facilities and environments.
2. Promote the advancement of the school plant management profession in such areas as maintenance, housekeeping, safety, security, energy management and environmental control.

The Virginia School Plant Management Association adopts and pledges its support to the Mission of the National School Plant Management Association, which is:

- Provide and direct the forum for stakeholders responsible for the educational environment.
- Provide professional development.
- Promote leadership to the profession through the exchange of data, information, ideas and ideals.
- Promote research and establish a national system for the dissemination of it's' findings.
- Lead policymakers to improve the educational environment for all.

ARTICLE III – MEMBERSHIP

The Association shall have two classes of membership: Active and Associate.

1. Active: Any person employed by a public or private educational organization, governmental agency, or “not for profit” entity engaged in K-12 school plant management is eligible for active membership. The individual’s job description includes authority for, approval of, supervision of, care of, maintenance of or correction of school plant management functions, buildings, grounds, control systems, operations and/or real property services. The broader responsibilities of school plant management embrace facility planning, maintenance, operations, and custodial care of all real property. However, more abstract responsibilities include property acquisition, capital budgeting, warehousing, inventory control, construction, energy conservation, utilities, physical school and grounds safety and security, environmental protection, statistical research, technology/telecommunication networks and backbone, site and athletic facilities care and/or governmental regulation compliance.
Retirement from a position which qualified the person to active membership will have no bearing on the person maintaining active member status, unless the person has taken fulltime (40 hour/week) employment with an organization that provides consulting or vendor services to school divisions.
2. Associate: Associate membership may be extended to any person interested in the Mission and Objectives of the Organization, who has no direct role in school plant management activities and who is not affiliated with an organization that provides consulting or vendor services to school divisions. Associate members may attend meetings of the Association but may not vote or hold office.

ARTICLE IV – DUES

Application for membership shall be made to the Association Secretary on the Association application form. Dues must be paid prior to the annual meeting of the Association in order to maintain an active membership in the Association.

1. The annual dues of active and associate members shall be an amount as set by the Board of Directors.
2. The annual dues for Sponsor membership shall be an amount set by the Board of Directors. The Board of Directors shall set additional fees for sponsors who desire to participate in training seminar programs, meeting exhibit space, program advertisement and other VSPMA support.

ARTICLE V – OFFICERS AND DIRECTORS

1. Principal Officers:

The principal officers of the Association shall be the President, Vice-President/President-Elect, Past President, Secretary, and Treasurer. The term of office shall be for a period of two years. These positions make up the Executive Board, which may upon occasion be called to meet by the President for specific tasks, at the President's discretion.

2. Board of Directors:

The Board of Directors shall consist of four Principal Officers, one Representative elected from each of the eight Regions of the State, as indicated by attachment # 1, and two Representatives elected from the Membership at Large. In addition, if there is no candidate available to serve as a Regional Representative to the Board, a representative will be elected from the Membership at Large. In addition, there shall be two members representing the Sponsor members of the Association. Any Virginia member who is actively serving as an elected officer or board member of the National School Plant Management Association is an exofficio member of the VSPMA Board of Directors, unless the individual is a currently serving as a VSPMA principal officer or board of directors.

ARTICLE VI – ELECTION OF OFFICERS AND DIRECTORS

1. Upon adoption of the chartering Bylaws, elections for the Officer positions: President, Vice President/President-Elect, Secretary, and Treasurer will take place by the charter members present, followed by the election of six At-Large Board members. These nine members shall be referred to as, the "Chartering Board". The Chartering Board shall determine the number of regions appropriate for the Association. The "Chartering Board" shall be the "Board" referred to in these Bylaws during the initial start-up of the Association, until its first Annual Conference. Regional Board members may be appointed by the Chartering Board and elected at the first Annual Conference, or they may be elected at the first Annual Conference per Paragraph 2 (The odd regions serving a one-year term and even regions serving a two-year term). The Chartering Board shall determine the election process implementation for officers and directors to be conducted during the first Annual Conference and conformance with Paragraph 2.
2. Election of officers shall be conducted at the annual conference of the VSPMA, and officers shall serve until the next election. Nominations for officers will be made by a Nominating Committee appointed by the President with the immediate Past President serving as chairperson of the Committee. Members may nominate individuals prior to the Annual Meeting by notifying the immediate Past President of member names for consideration by the Nominating Committee. Members may nominate individuals for a specific office to compete with the Nominating Committee recommendation at the Annual Meeting by providing a letter of recommendation by the nominating member and a letter from the nominee indicating acceptance of the duties of the office indicated in the bylaws, should they be elected to the Secretary during the scheduled registration times on the first day of the Annual Meeting.

3. All Regional Representatives may succeed themselves for an additional term or a maximum of two consecutive elected terms. The term of office for President, and Vice President/President-elect shall be two years after election to office. The offices of Secretary, Treasurer, and Sponsor Representatives may be re-elected indefinitely.
4. Regional Representative nominations will take place during the regional membership meeting at the Annual Meeting in conjunction with the election schedule. Each nominee will indicate their acceptance of the duties for the position, as indicated in the bylaws, prior to the election voting. Regional Representative Board members shall be elected by their regional membership in attendance at the Annual Meeting.
5. All new and repeat Board of Director members take office immediately upon close of the Annual Meeting. In the event of a vacancy or an inability to serve, the Board of Directors shall appoint a member to fill the unexpired term of any Board member, except for the office of the President. In the event the Presidency is vacated, the Vice-President/President-elect shall be offered the opportunity to move into the vacated position, with a new Vice-President being appointed by the Board of Directors.
6. In the event the President, Vice-President/President-elect, Secretary, and Treasurer is incapacitated, dies, exhibits prolonged inactivity carrying out their designated responsibilities or changes job responsibilities which no longer complies with active member status and the Board has not received a notice from the member resigning their elected position, the Board of Directors by a 2/3 vote of the Board members, present and voting, with proper notice, at the next Board meeting, may declare the position vacant and proceed with filling the vacant position.

ARTICLE VII – DUTIES OF OFFICERS & DIRECTORS

1. The President shall have general supervision of the affairs of the Association and shall:

- A. With the assistance of the Board of Directors, approve the program for Association meetings.
- B. Preside at meetings of the Association and Board of Directors.
- C. Serve as ex-officio member of any committees, which are organized.
- D. Approve all expenses incurred by the Association, per approved budget.
- E. Coordinate with the Secretary, the production of the Association's Newsletter.

2. The Vice-President/President-elect shall:

- A. Attend all Meetings
- B. Assume all duties of the President, in case of absence or resignation of the President.
- C. Serve as Chairperson of the Program Committee.
- D. Serve as Chairperson of the Bylaws Committee when revisions are determined necessary by the Board.
- E. Serve as the Membership Chairperson.
- F. Promote membership in the Association.
- G. Assist the President or President-elect as requested.

H. Serve as chairperson of the Life Membership Nomination Committee.

4. The Past President shall:

- A. Attend all meetings of the Board of Directors at no expense for mileage or lodging to the Association.
- B. Serve as chairperson of the Nominating Committee.
- C. Encourage and promote participation and membership in the Association with all educational entities.
- D. Assist in the planning process of the Annual Association Meeting.
- E. Prepare at least (1) one article for the Association's Newsletter relevant to the objectives of the VSPMA.
- F. Be knowledgeable of VSPMA bylaws and objectives of the VSPMA.
- G. Serve on committees as requested by the President.
- H. Make effort to be involved and attend the National School Plant Management Association's (NSPMA) annual meeting.

5. The Secretary (Ex officio) shall:

- A. Attend all meetings of the Board of Directors at no expense for mileage or lodging to the Association.
- B. Keep a record (minutes) of Board of Director's meetings and Association general membership meetings.
- C. Arrange for member registration services at general membership meetings.
- D. Provide a copy of all general membership meetings to each Association member within 30 days of the meeting.
- E. Perform other related clerical services as requested by the President.
- F. Be responsible for the preparation of the Association's Newsletter. .

6. The Treasurer shall:

- A. Attend all meetings of the Board of Directors at no expense for mileage or lodging to the Association.
- B. Keep an accurate record of all money received and paid out and perform other duties that may be necessary for the conduct of this office in keeping with good business practices. C. Be prepared to present a financial statement at all Board meetings and general membership meetings.
- D. Prepare a proposed annual budget to be approved by the Board of Directors
- E. Establish a checking account, with three authorized signatories, in a licensed bank and in the name of the Association subject to the approval of the Board of Directors.
- F. File all required forms and paperwork with state or federal agencies required to comply with law while operating as a professional organization.

7. The Representatives to the Board shall:

- A. Attend all meetings of the Board of Directors at no expense for mileage or lodging to the Association.
- B. Encourage and promote participation and membership in the Association with all educational entities.
- C. Communicate with regional members to deliver issues, needs, concerns, improvements and ideas to the Board of Directors.
- D. Assist in the planning process of the Annual Association Meeting.
- E. Maintain current list of persons involved in operations, building and grounds, maintenance and custodial services throughout their region (members & non-members).
- F. Contact all individuals (either members or non-members) at least twice per year (either by phone or letter) to inform of regional meetings, VSPMA objectives and concerns, and upcoming Annual Association Meeting.
- G. Be knowledgeable of VSPMA bylaws and objectives of the VSPMA.
- H. Provide a list of vendors and business contacts (names, addresses and phone numbers) that do business in director's school district to Sponsor Representative as potential members, no later than the January Board meeting.
- I. Serve on committees as requested by the President.
- J. Make effort to be involved and attend National School Plant Management Association's annual meeting.
- K. Conduct and chair Regional Meeting at Annual Association Meeting to include (when required) election of the new Regional Director. Process shall be as follows:
 - 1. Distribute written duties of the office.
 - 2. Seek nominees, who understand, agree and accept the duties.
 - 3. Elect by ballot or by hand vote.
 - 4. Present the newly elected Regional Director contact information to the Secretary..

8. The Sponsor Representatives on the Association Board of Directors shall:

- A. Be appointed by the Association Board of Directors upon the selection and recommendation of the Sponsor members. The Sponsor Representative shall serve a two (2) year term with one (1) representative being appointed each year at the Annual Meeting.
- B. Be the point contact to handle all communication by Sponsors with the Association Board.
- C. Attend all Board meetings of the Board of Directors to represent Sponsors at no expense for mileage or lodging to the Association.
- D. Be responsible to coordinate all product displays, Sponsor participation, and Sponsor-oriented materials for general membership meetings of the Association.
- E. Encourage and promote vendor participation and support for the Annual Association Meeting.
- F. Solicit sponsorship for advertising and financial support of the Newsletter, Conference advertisement and program printing.
- G. Assist in planning process of the Annual Association Meeting.
- H. Coordinate vendor setup and booth assignment at the Annual meeting.
- I. Solicit and secure door prizes and conduct drawing and prize program at Annual Meeting.

- J. Solicit an evaluation from the vendor participants and convey those issues, needs, concern, improvements and ideas to the Board of Directors. K. Serve on committees as requested by the President.
- L. Plan and coordinate a recreational activity for membership participation at the Annual Meeting.

ARTICLES VIII – COMMITTEES

- 1. The Board of Directors shall be a permanent committee and act in the name of the Association in all matters pertaining to the Association.
- 2. Special committees of the Association, such as, nominating, program, vendor exhibit, and others as deemed necessary, shall be recommended by the President to the Board of Directors. The Immediate Past President shall serve as chairperson of the Nominating Committee. The Board shall approve all committees and all appointments of committee chairpersons and committee memberships.
- 3. Members of all committees shall enter upon their duties immediately upon their appointments.
- 4. The Vendor Exhibit Committee chaired by the Vice-President/President Elect with the Vendor Sponsor Representatives and, others deemed necessary by the President, shall be responsible for: a: Solicitation of vendors for conference exhibit space. b: Coordinate the registration and setup of exhibit spaces. c: Work with Treasurer in coordination of finances and program. d: Evaluation of process by Vendors at Annual Meeting's conclusion.

ARTICLE IX – MEETINGS

- 1. Meetings of the general membership of the Association shall be held at a time and place to be named by the President with approval of the Board of Directors.
- 2. The Board of Directors shall meet a minimum of each quarter and at other times, as deemed necessary by the President.
- 3. Executive Committee meetings may be called by President, at his discretion for specific purposes.

ARTICLE X – DISBURSEMENT OF FUNDS

- 1. Disbursement of VSPMA funds shall be authorized by the President in accordance with the Board approved annual budget or specific disbursements approved by the Board of Directors with an exception being disbursements outside the approved budget of up to \$1,000.00 may be approved by the President and President-elect with the consensus of the Treasurer, subject to review by the Board of Directors at the next Board meeting. Such disbursements may include unforeseen needs or costs, Conference planning

expenses, travel, regional meeting expenses and per diem expenses for the Board of Directors.

2. Prior approval of conference expenses shall be made by the Board of Directors. The President, subject to review by the Board of Directors, is solely responsible for the checking account and any other account using VSPMA moneys.
3. The President shall appoint a committee of three to five members of the Association to audit the financial records of the Association each year and/or may retain the a CPA or other certified agency for reconciliation and tax purposes. The report of the Committee shall be made at the annual general meeting of the Association.

ARTICLE XI – AMENDMENTS, RULES, QUORUM

1. Amendments or revisions to the bylaws shall be proposed in writing to the Vice President/President-elect at least 30 days prior to an Association meeting. The Vice President/President-elect shall present proposed amendments or revisions to the Board of Directors for their consideration prior to the Association meeting. Changes approved by the Board of Directors shall be presented to the general membership for their consideration at the general assembly. Acceptance of amendments or revisions shall be determined by a two-thirds majority of the active members present. Changes go into effect immediately upon adoption.
2. The rules contained in Robert’s Rules of Order, Revised (Current Edition) shall govern the Association.
3. A majority of the active members present at general membership meetings shall constitute a quorum for transaction of business.

ARTICLE XII – POLICY

1. The Association shall operate as non-profit organization with the officers of the organization receiving no salary or remuneration except expenses as required in the conduct of Association business.
2. The financial records of the Association shall be audited by a committee appointed by the President each year. The records of the Association shall always be open to the membership.
3. No member of the Association or any officer shall have as an individual any interest in or title to the assets of the Association, and such assets shall be devoted exclusively to the purpose of the Association.

ARTICLE XIII – BUSINESS, INDUSTRY & VENDOR PARTICIPATION

1. Business, industry and/or vendor Sponsor memberships in the Association are available by application from the Association Secretary and payment of an annual membership fee. Fees are due prior to the annual Association meeting.
2. Sponsor rights and privileges:
 - a: Sponsors may attend Association general membership and regional meetings.
 - b: Sponsors will be included in all regular mailings of the Association.
 - c: Sponsors will be allowed to participate in presentations and display products, etc, at general membership meetings under the rules and guidelines established by the Association Board of Directors.
 - d: Sponsors will not have voting rights.

ARTICLE XIV – DISSOLUTION

Upon the dissolution of the Association or the winding up of its affairs, the assets of the Association shall be distributed exclusively for charitable or educational purposes or to organizations which are then exempt from federal tax laws and to which contributions are then deductible under Section 170 © (2) of such Code or corresponding provisions of any subsequent federal tax laws. Organizations having purposes similar to those of the Association shall be preferred.

ATTACHMENT # 1

The following counties, inclusive of county and independent school districts, make up the eight regions of the State.

Region I

1. Charles City County Public Schools
2. Chesterfield County Public Schools
3. Colonial Heights City Public Schools
4. Dinwiddie County Public Schools
5. Goochland County Public Schools
6. Hanover County Public Schools
7. Henrico County Public Schools
8. Hopewell City Public Schools
9. New Kent County Public Schools
10. Petersburg City Public Schools
11. Powhatan County Public Schools
12. Prince George County Public Schools
13. Richmond City Public Schools
14. Surry County Public Schools
15. Sussex County Public Schools

Region II

1. Accomack County Public Schools
2. Chesapeake City Public Schools
3. Franklin City Public Schools
4. Hampton City Public Schools
5. Isle of Wight County Public Schools
6. Newport News City Public Schools
7. Norfolk City Public Schools
8. Northampton County Public Schools
9. Poquoson City Public Schools
10. Portsmouth City Public Schools
11. Southampton County Public Schools
12. Suffolk City Public Schools
13. Virginia Beach City Public Schools
14. Williamsburg-James City County Public Schools
15. York County Public Schools

Region III

1. Caroline County Public Schools
2. Colonial Beach Pubic Schools
3. Essex County Public Schools
4. Fredericksburg City Public Schools
5. Gloucester County Public Schools
6. King George County Public Schools
7. King William County Public Schools
8. King and Queen County Public Schools
9. Lancaster County Public Schools
10. Mathews County Public Schools
11. Middlesex County Public Schools
12. Northumberland County Public Schools
13. Richmond County Public Schools
14. Spotsylvania County Public Schools
15. Stafford County Public Schools
16. West Point Public Schools
17. Westmoreland County Public Schools

Region IV

1. Alexandria City Public Schools
2. Arlington County Public Schools
3. Clarke County Public Schools
4. Culpeper County Public Schools
5. Fairfax City Public Schools
6. Fairfax County Public Schools
7. Falls Church City Public Schools
8. Fauquier County Public Schools
9. Frederick county Public Schools
10. Loudoun county Public Schools
11. Madison County Public Schools
12. Manassas City Public Schools
13. Manassas Park City Public Schools
14. Orange County Public Schools
15. Page County Public Schools
16. Prince William County Public Schools
17. Rappahannock County Public Schools
18. Shenandoah County Public Schools
19. Warren County Public Schools
20. Winchester City Public Schools

Region V

1. Albemarle County Public Schools
2. Amherst County Public Schools
3. Augusta County Public Schools
4. Bath County Public Schools
5. Bedford City Public Schools
6. Bedford County Public Schools
7. Buena Vista City Public Schools Campbell County Public Schools
8. Charlottesville City Public Schools
9. Fluvanna County Public Schools
10. Greene County Public Schools
11. Harrisonburg City Public Schools
12. Highland County Public Schools
13. Lexington City Public Schools
14. Louisa County Public Schools
15. Lynchburg City Public Schools
16. Nelson County Public Schools
17. Rockbridge County Public Schools
18. Rockingham County Public Schools
19. Staunton City Public Schools
20. Waynesboro City Public Schools

Region VI

1. Alleghany County Public Schools
2. Botetourt County Public Schools
3. Covington City Public Schools
4. Craig County Public Schools
5. Danville City Public Schools
6. Floyd County Public Schools
7. Franklin County Public Schools
8. Henry County Public Schools Martinsville City Public Schools
9. Montgomery County Public Schools
10. Patrick County Public Schools
11. Pittsylvania County Public Schools
12. Roanoke City Public Schools
13. Roanoke County Public Schools
14. Salem City Public Schools

Region VII

1. Bland County Public Schools
2. Bristol City Public Schools
3. Buchanan County Public Schools

4. Carroll County Public Schools
5. Dickenson County Public Schools
6. Galax City Public Schools
7. Giles County Public Schools
8. Grayson County Public Schools
9. Lee County Public Schools
10. Norton City Public Schools
11. Pulaski County Public Schools
12. Radford City Public Schools
13. Russell County Public Schools
14. Scott County Public Schools
15. Smyth County Public Schools Tazewell County Public Schools
16. Washington County Public Schools
17. Wise County Public Schools
18. Wythe County Public Schools

Region VIII

1. Amelia County Public Schools
2. Appomattox County Public Schools
3. Brunswick county Public Schools
4. Buckingham County Public Schools
5. Charlotte County Public Schools
6. Cumberland County Public Schools
7. Greensville County Public Schools
8. Halifax County Public Schools
9. Lunenburg County Public Schools
10. Mecklenburg County Public Schools
11. Nottoway County Schools
12. Prince Edward County Public Schools