

# **BYLAWS**

**OREGON RURAL SCHOOL BOARD MEMBERS CAUCUS**

**OF THE**

**OREGON SCHOOL BOARDS ASSOCIATION**

**Adopted January 2, 2024**

## TABLE OF CONTENTS

	Page	
ARTICLE 1	CHARTER	1
ARTICLE 2	MISSION AND GOALS:	1
2.1	Mission	1
2.2	Goals	1
ARTICLE 3	MEMBERSHIP	2
3.1	Qualification	2
3.2	Members	2
3.3	Attendees	2
3.4	Membership List	2
ARTICLE 4	BUDGET	2
ARTICLE 5	MEETINGS	2
5.1	Annual Meetings	2
5.2	Regular and Special Meetings	2
5.3	Notice	3
5.4	Quorum	3
5.5	Organization	3
5.6	Records	3
5.7	OSBA Staff Liaison	3
5.8	Compliance with Open Meetings Laws	3
ARTICLE 6	CAUCUS LEADERSHIP COUNCIL	3
6.1	Composition	3
6.2	Term	3
6.3	Nomination and Election	3
6.4	Designations	3
6.5	Resignation	4
6.6	Vacancies	4
6.7	Removal	4
6.8	Compliance with Open Meetings Laws	4
ARTICLE 7	EXECUTIVE COMMITTEE	4
7.1	Composition	4
7.2	Responsibilities	4
7.3	Election of Executive Committee Members	4
7.4	Ratification	5
7.5	Administration	5
7.6	Compliance with Open Meetings Laws	5
ARTICLE 8	COMMITTEES	5
8.1	President-Appointed Committees	5
8.2	Appeals Committee	5

**TABLE OF CONTENTS**  
(continued)

	<b>Page</b>
ARTICLE 9 SEAT ON THE OSBA'S BOARD OF DIRECTORS	5
9.1 Appointee to OSBA Board	4
9.2 Appointee to Legislative Policy Committee	4
9.3 Qualifications to Serve	4
ARTICLE 10 GENERAL PROVISIONS	5
10.1 Amendment of Charter	5

## ARTICLE 1

### CHARTER

The Oregon School Boards Association (the "OSBA") exists solely to perform essential governmental functions and all of its income must accrue to the State of Oregon or its political subdivisions as required under IRC Section 115. OSBA's mission is to improve student success and education equity through advocacy, leadership and service to Oregon public school boards.

OSBA is aware and acknowledges that diversity is a core value of OSBA. OSBA desires to identify areas of concern and causation, convene a caucus of stakeholders, and create a plan to better promote and support the success of rural students.

To this end, The OSBA Board of Directors has formally recognized the Oregon Rural School Board Members Caucus (the "Caucus") to serve as a resource and provide guidance and leadership for these initiatives to the OSBA Board of Directors

The activities of the Caucus shall align with OSBA bylaws as well as complement, not duplicate, OSBA's efforts on behalf of all local governing boards.

## ARTICLE 2

### NAME, MISSION AND GOALS:

**2.1 Name:** This organization shall be known as the Oregon Rural School Board Members Caucus of the Oregon School Boards Association (OSBA).

**2.2 Mission:** To build collaborative relationships and promote quality education for all students with emphasis on the unique needs of school boards and students in rural communities.

**2.3 Goals:**

2.2.1 To elevate the voice of rural school districts and recognize their unique needs.

2.2.2 To build and maintain collaborative relationships between OSBA and rural school boards.

2.2.3 To develop, promote, and advance legislation supporting rural schools and understand the impact of statewide legislation to each rural community and district.

2.2.4 To build collaborative relationships and promote quality education for all students with emphasis on the unique needs of school boards and students in rural communities.

2.2.5 To support school boards in rural communities by prioritizing professional development of rural board members and bringing training and other resources to rural areas.

## ARTICLE 3

### MEMBERSHIP

**3.1 Qualification.** All members must support the purposes and goals of the Caucus as set forth in Article 2.

**3.2 Members.** The Caucus members may include any elected or appointed member of any public board of education in Oregon who are active members in good standing with the Oregon School Boards Association *and serve a school district with a population density of less than 200 people per square mile and/or total school district population less than 20,000 people.* All board members of Oregon Education Service Districts are eligible to participate in the Rural Caucus. If a school board member or district does not meet the aforementioned qualification but feels they are indeed a rural district, an appeal process will be available as outlined in policy. Caucus members may participate in all discussions, vote, and serve as an officer of the Caucus. Members must attend the meeting in person (or virtually) *to vote.* Voting by proxy shall not be permitted.

**3.2.1 Charter School Board Members:** Any elected or appointed member of a Charter School board may serve as an ex-officio advisors of the Caucus, provided the sponsoring district of the Charter School meets the qualifications outlined in 3.2. Ex-officio advisors are not voting members and may not serve in any leadership assembly or executive positions within the Caucus.

**3.3 Attendees.** The Caucus may, in its discretion, invite to participate in any meeting or event any other individuals who support the purpose and goals of the Caucus as set forth in Article 2.

**3.4 Membership List.** The Membership list shall be maintained by the Secretary/Treasurer. To be included on the membership list, an eligible member (as defined in 3.2) shall notify the Secretary/Treasurer via email.

## ARTICLE 4

### BUDGET

**4.1 Budget.** The Caucus shall submit an annual budget request as outlined under the OSBA budget process, including approval by the OSBA Board of Directors. The request shall set forth the areas of concern, recommended actions, and annual goals.

## ARTICLE 5

### MEETINGS

**5.1 Annual Meetings.** An annual meeting of the Caucus shall be in conjunction with the OSBA Annual Convention at which time the Caucus shall elect officers and shall conduct other business as may properly be brought before the meeting of the Caucus.

**5.2 Regular and Special Meetings.**

**5.2.1 Regular Meetings.** The Caucus shall meet as often as required to achieve the goals outlined in its annual Work Plan. These meetings shall be scheduled for the year at the Annual Meeting.

5.2.2 Special Meetings. Special meetings of the members for any purpose may be called, either in writing or by e-mail, by the President or by a majority of the Executive Committee. Such a request shall state the purpose or purposes of the proposed meeting.

5.2.3 Place of Meetings. Regular and special meetings of the Caucus shall be held at any location within Oregon, by virtual meeting platform or a combination of the two, as designated by the President or the Executive Committee.

### 5.3 Notice.

5.3.1 Notice and agenda of every annual meeting, regular or special meeting of members, stating the time and place thereof, shall be posted to the OSBA website, no less than 14 days prior to such meeting.

5.4 **Quorum and Voting**. A quorum of the caucus shall consist of a majority of the Rural Leadership Assembly members in office immediately before the meeting begins. If a quorum is present when a vote is taken, the affirmative vote of a majority of the Rural Leadership Assembly members present when the action is taken is the act of the Rural Leadership Assembly except to the extent that the articles of incorporation, these bylaws, or applicable law require the vote of a greater number of Rural Leadership Assembly members.

5.5 **Organization**. The President may determine *in their sole* discretion whether any meeting of the Caucus shall be held in accordance with Robert's Rules of Order.

5.6 **Records**. The President shall see that all correspondence, minutes, agendas, and Charter be sent to and kept on file with OSBA. Minutes from each meeting shall be posted to the OSBA website.

5.7 **OSBA Staff Liaison**. The Executive Director of OSBA shall designate a staff member to serve as a liaison representative to the Caucus. The designee shall not have voting rights.

5.8 **Compliance with Open Meetings Laws**. The Caucus shall comply with the open meetings law requirements of ORS chapter 192 at every convening of its membership in which a quorum is required in order to make a decision or to deliberate toward a decision on any matter.

## ARTICLE 6

### Rural Leadership Assembly

6.1 **Composition**. The Rural Leadership Assembly of the Caucus shall consist of 9 members, and shall include *one representative from each OSBA region with more than 10 districts defined as rural ( Regions 1, 2, 4, 6, 9, and 14), plus 3 at-Large* members. If the Leadership Assembly cannot recruit a candidate from a designated region, an eligible board member from a contiguous region may be appointed to serve as a Leadership Assembly member representing the open region. The executive committee (President, Vice-President, Secretary/Treasurer) shall be elected from the body of the Rural Leadership Assembly by the members of the Rural School Board Members Caucus. Leadership Assembly and Executive Committee positions may only be held by voting members of the Caucus as outlined in Article 3.2.

6.2 **Terms**. The Rural Leadership Assembly **members shall each serve two-year terms. The President, Vice-President & Secretary/Treasurer shall each serve a one-year term. The President, Vice-President, Secretary Treasurer, Regional Members, and Members-at-Large may serve any number of consecutive terms.** Each officer shall hold office until the term has expired or until a successor has been duly elected

and qualified for the position, or until the officer can no longer hold the position because they no longer qualify to be a member of the Caucus as defined in Article 3 above, or because of removal or death.

### **6.3 Nomination and Election**

6.3.1 Nomination. Rural Leadership Assembly members may be nominated by either (a) the nominating committee, or (b) any school board member during the nomination period leading up to and at the annual meeting.

6.3.2 Election. The members shall elect the Leadership Council by majority vote at the annual meeting. Positions 1, 4, 9, and at large #1 shall be elected in even numbered years, and positions 2, 6, 14, at large #2 and at large #3 shall be elected in odd numbered years.

### **6.4 Designations**

6.4.1 President. The President shall preside at all meetings of the Caucus and the Executive Committee. The President shall appoint all standing and special committees and shall be an ex officio member of all committees, except the nominating committee, with voting power. The President shall sign all official reports of the Caucus.

6.4.2 Vice President. The Vice President shall have such duties as from time-to-time may be assigned by the Executive Committee, and in the absence of the President, the Vice-President shall have and perform all the powers and duties of the President.

6.4.3 Secretary/Treasurer. The Secretary/Treasurer shall keep the minutes and records and shall see that all notices are duly given in accordance with the provisions of law and this Charter, and such other duties as from time-to-time may be assigned by the Executive Committee. The Secretary/Treasurer shall maintain a roster of the current membership. The Secretary/Treasurer shall have the responsibility for receiving and disbursing all funds related to the Caucus in coordination with the OSBA liaison. The Secretary/Treasurer shall report regularly to the Executive Committee, shall prepare a written yearly financial report to be distributed to the members at each annual meeting, and shall perform other duties assigned by the Executive Committee.

**6.5 Resignation.** A Leadership Assembly member may resign by filing a written resignation with the President or Secretary/Treasurer of the Caucus or the President of OSBA.

**6.6 Vacancies.** Any vacancy in any office may be appointed for the unexpired portion of the term by a majority of the Leadership Assembly at the next regular or special meeting.

**6.7 Removal.** Any member of the Leadership Assembly who misses more than two meetings out of any four consecutive meetings, *unless they are* excused by the Executive Committee for a valid reason, may *have their* position vacated by action of the Leadership Assembly. Any member of the Leadership Assembly or Executive Committee may be removed from their position by a two-thirds vote of the Caucus membership present at a regular or special meeting of the Caucus at which a quorum is present.

**6.8 Compliance with Open Meetings Laws.** The Rural Leadership Assembly shall comply with the open meetings law requirements of ORS chapter 192 at every convening of its membership in which a quorum is required in order to make a decision or to deliberate toward a decision on any matter.

## ARTICLE 7

### EXECUTIVE COMMITTEE

**7.1 Composition.** There shall be an Executive Committee made up of the President, Vice-President, and Secretary/Treasurer.

**7.2 Responsibilities.** The Executive Committee shall have the following responsibilities and powers:

- (a) To respond to any inquiry or question from OSBA.
- (b) To act on behalf of the Caucus when deemed necessary by the President.
- (c) To review plans and programs to be presented to the Caucus at its meetings.
- (d) To give direction to the OSBA liaison on legislative action to come before the state legislature on which there is no formal Caucus policy or resolution.

**7.3 Election of Executive Committee Members.** Members of the Executive Committee will be elected from the Rural Leadership Assembly by the members of the Caucus. Elections will be held in conjunction with the annual meeting of the OSBA.

**7.4 Ratification.** Any actions by the President shall be reported to the Executive Committee as soon as the action has taken place. All actions of the Executive Committee shall be subject to ratification by the Caucus at the next meeting of the members.

**7.5 Administration.** The Executive Committee shall keep regular minutes of its proceedings and all actions by the Executive Committee shall be reported promptly to the membership. Such actions shall be subject to review by the membership, provided that no rights of third parties shall be affected by such review.

**7.6 Compliance with Open Meetings Laws.** The Executive Committee shall comply with the open meetings law requirements of ORS chapter 192 at every convening of its membership in which a quorum is required in order to make a decision or to deliberate toward a decision on any matter.

## ARTICLE 8

### COMMITTEES

**8.1 President-Appointed Committees.** The President may establish committees of 2 or more members to serve at the discretion of the President. These committees would consist of such persons and perform such duties as the President designates from time to time; provided, however, that the committees may not act on behalf of the Caucus but may make recommendations to the Caucus for approval. The Chair of any such committee shall be a member of the Leadership Assembly.

**8.2 Appeals Committee.** The Rural Leadership Assembly shall appoint a Rural School Board Members Caucus Appeals Committee (the "Appeals Committee"), consisting of five (5) members of the Rural Leadership Assembly who shall serve terms of two (2) years, or until their successors have been appointed. The Appeals Committee's powers and responsibilities will be set out in an Appeal Procedure Policy adopted by the OSBA Board of Directors.



**ARTICLE 9**

***SEAT ON THE OSBA’S BOARD OF DIRECTORS AND LEGISLATIVE POLICY COMMITTEE***

**9.1 Appointee to OSBA Board.** The Caucus shall appoint one member of the Executive Committee from the Rural Leadership Assembly to serve as liaison to the OSBA Board of Directors and to be a voting member of the OSBA Board of Directors for a two year term. That liaison shall hold all of the rights and responsibilities of a member of the OSBA Board of Directors. If the person serving as the OSBA Board of Directors Member for the Rural Caucus is no longer a member of the Executive Committee, they shall no longer hold the position on the OSBA Board of Directors and a new representative from the Executive Committee will be appointed by the Caucus.

**9.2 Appointee to Legislative Policy Committee.** The Caucus shall appoint one member from the Rural Leadership Assembly to serve on the Legislative Policy Committee for a term of two years. If the Rural Legislative Policy Committee Member is no longer a member of the Rural Leadership Assembly, they shall no longer hold the position on said Committee, and a new representative from the Rural Leadership Assembly will be appointed by the Caucus.

**9.3 Qualifications to Serve.** Each of the appointees referenced in this Article 9 must be an elected or appointed member of any public board of education in Oregon who is an active member in good standing with the Association.

**ARTICLE 10**

**GENERAL PROVISIONS**

**10.1 Amendment of Bylaws**

10.1.1 Bylaws may be altered, amended, or replaced by a majority vote of the members of the Caucus who are present (in person or virtual) and voting at the annual meeting.

10.1.2 Notice of proposed bylaws changes shall be in the annual meeting agenda and sent to all members 15 days prior to the annual meeting.

10.1.3 Omissions from this Charter shall be governed by Robert’s Rules of Order, when they do not conflict with the Charter.

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The foregoing charter was adopted by the active membership of the Oregon Rural School Board Members Caucus on January 2, 2024.