

**BY-LAWS OF THE
TENNESSEE SCHOOL PLANT MANAGEMENT ASSOCIATION
Revised October 2020**

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ARTICLE I - NAME

This organization shall be known as the Tennessee School Plant Management Association (TSPMA), 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 management and maintenance through continued education of its members.
2. Provide for the exchange of information to improve school plant management, operations, maintenance, housekeeping, safety, security, energy management and environmental control.
3. Develop a working relationship with school administrators, managers, non-instructional and instructional personnel, and the Tennessee Department of Education to foster the progress and improvement of educational programs through exemplary facilities and environment.
4. Promote the professional advancement of school plant management, maintenance, housekeeping, safety, security, energy management and environmental control.

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

- 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.

- Lead policy-makers to improve the educational environment for all.
- Promote research and establish a national system for the dissemination of its information.

ARTICLE III - MEMBERSHIP

The Association shall have four classifications of membership: Active, Lifetime, Associate and Sponsor.

1. Active: Any person employed by a public or private educational organization, governmental agency, or "not for profit" entity engaged in 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. 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 full-time (40 hour/week) employment with one of the Association's Sponsor members, at which time they would be considered a sponsor member.
2. Lifetime: Any member of the Association that retires may be awarded a lifetime membership of the Association by a majority vote of the Board of Directors.
 - A. Lifetime member status may be granted by the Board of Directors to an individual who upon retirement has had a minimum of five years of membership in the association as an Active, Associate, or Sponsor member. A lifetime member nominee shall be someone who has made a significant contribution to TSPMA such as a charter member, past president, board member and vendor representative. Nominees for lifetime member status who have rendered exceptional and meritorious service in promoting the purposes for which the association stands for shall be considered.
 - B. Nominations can be made to any TSPMA board member in writing and received no later than April 1st of any year or nominated by board members. The nominations are to be reviewed by a committee appointed by the TSPMA President and chaired by the president elect. Once the committee reviews all nominees, it will recommend approved nominees to the next board of directors meeting before the annual summer conference. No more than four lifetime members may be appointed in any year.
 - C. Upon Board of Director's approval, newly elected lifetime members will have a standing invitation to any/all TSPMA meetings and will receive all TSPMA mailings and lifetime membership in TSPMA. Lifetime member(s) will be responsible for their own meeting/

- conference/seminar expenses (minus the membership fee) for subsequent years after he/she are honored and presented their lifetime membership.
- D. Lifetime members will be honored at the TSPMA annual conference following their successful nomination and election. Each Lifetime Member shall be honored at that annual conference by being presented their lifetime membership award with the Association providing each recipient a full conference registration.
 3. Associate: Associate membership may be extended and approved by the Board of Directors to any person interested in the Mission and Objectives of the Organization whose participation in the association will provide significant benefit to the members of the Association and who has no direct role in school plant management activities or in the business of a Vendor Partner. Associate members may attend meetings of the Association, but may not vote or hold office. Expenses for attendance at conferences will not be at the Association's expense.
 4. Vendor Partners: Memberships will be open to business concerns, industry commercial endeavors and manufacturing companies. The employees and representatives of these sponsor members may attend meetings of the Association but may not vote or hold office except for the two Vendor Partner Representatives who serve on the Board of Directors.

ARTICLE IV - DUES

Application for membership shall be made to the Association Executive Director 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 members shall be an amount as set by the Board of Directors.
2. Life members shall not be required to pay dues.
3. The annual dues for Associate members shall be the amount set by the Board of Directors.
4. The annual dues for Vendor Partner 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 TSPMA support.

ARTICLE V - OFFICERS

1. Executive Board

The Executive Board of the Association shall consist of the President, President-elect, Past President, Executive Director, Treasurer, and Historian. The term of each office shall be for a period of two years.

2. Board of Directors

The Board of Directors shall consist of the Executive Board and Eight district directors, two Vendor Partner Representatives and the Department of Education Representatives for a total of seventeen members.

3. Ex-officio Board Members

Any Tennessee member who is actively serving as an elected officer or board member of the National School Plant Management Association shall be requested to serve as an ex-officio member of the TSPMA Board of Directors with no voting rights.

ARTICLE VI – ELECTION OF OFFICERS

1. Election of the Board of Directors by the members by majority vote shall be conducted at the annual meeting of the Association, and officers shall serve until the next election. Nominations will be made by a Nominating Committee appointed by the President with the President Elect serving as chairperson of the Committee. Members may nominate individuals prior to the Annual Meeting by notifying any member of the Nominating Committee of member names for consideration by the Nominating Committee. Members may nominate individuals from the floor for a specific office to compete with the Nominating Committee recommendation at the Annual Meeting, however, the nominee shall be required to sign a statement indicating acceptance of the duties of the office indicated in the bylaws prior to the election being conducted. If the nominee is not present, the nominating member shall provide a letter of nomination and a letter from the nominee indicating their acceptance of that office's duties indicated in the bylaws to the Executive Director before nominee's name may be placed in nomination for election.

The term of office for Past President, President, and President-Elect shall be two years. Once elected as President Elect, the individual shall ascend the chain of offices annually, until serving as Past President.

In the event the President, President-Elect, Immediate Past President, Historian or Treasurer is incapacitated, dies, exhibits 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.

2. District Directors shall be elected by majority vote by regional membership in attendance at the Annual Meeting. The election of District Directors shall be staggered, with Southeast, Mid-Cumberland, Upper Cumberland and Northwest elected during odd year conference. First Tennessee, East Tennessee, South Central and Southwest elected during even year conferences. The election shall take place during the annual conference under the direction of the current Regional Director.

The election process shall be as follows:

- Distribute written duties of the office.

- Seek nominees who understand, agree and accept the duties.

- Elect by ballot.

- Present to the Executive Director the newly elected Regional Director's contact information.

All District Directors may succeed themselves for an additional term or a maximum of two consecutive elected terms. All new and repeat Board of Director members take office immediately upon the close of the Annual Meeting. Any Board member missing three consecutive Board of Director meetings, without good cause being presented to the Executive Director, shall be notified in writing from the Executive Director their position will be declared vacant in 30 days from the date of the notification. If the member disagrees, a written response to the Executive Director must be received within 15 days of the notification as to why action to replace the position should not go forward. The final declaration of the vacant position shall be approved by the Board of Directors upon the recommendation of the Executive Secretary.

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 or President-elect. In the event the Presidency or President-elect is vacated, the President-elect shall be offered the opportunity to move into vacated position(s) accordingly, with a new President-elect being appointed by the Board of Directors.

3. The members shall elect the position of Treasurer in odd years and Historian in even years by majority vote of the members present at the Annual Conference. The term of office for the Treasurer and the Historian shall be two years. Nominations will be made by the Nominating Committee appointed by the President with the President-Elect serving as chairperson of the Committee. Members may nominate individuals prior to the Annual Meeting by notifying any member of the Nominating Committee of member names for consideration by the Nominating Committee. Members may nominate individuals from the floor for a specific office to compete with the Nominating committee recommendation at the Annual Meeting.

4. The Department of Education Representative shall serve continuously at the pleasure of the Commissioner of Education.

5. Vendor Partner Representative shall be elected at the annual conference by the Board of Directors. One Vendor Partner Representative will be elected each year to serve a two-year term. Terms of the two Vendor Partner Representatives will be staggered. Any vendor partner wanting to serve as Vendor Partner Representative must submit a letter to the Executive Director thirty (30) days prior to the opening of the Association's annual meeting. This letter shall contain the individual's necessary contact information, individual's agreement to the requirements of bylaws Article XIII - Paragraph 3, and a paragraph on how the Association would benefit by the individual's serving as one of the two Sponsor Representatives on the TSPMA Board. Should the Executive Director receive no acceptable applications, he or she shall solicit an applicant from the sponsor membership prior to the annual vendor partner meeting. The Executive Director shall present his or her nomination to the Board. The Board of Directors will vote to accept the Vendor Partner Representative by majority vote. In the event of a vacancy, the Board may appoint a Vendor Partner Representative for the balance of the vacated term.

ARTICLE VII - DUTIES OF OFFICERS

The President shall:

- A. Attend all conferences and as many district meetings as possible at the expense of the Association.
- B. Have general supervision of the affairs of the Association.
- C. Develop for Board approval the Annual Conference program, with the assistance of the Board of Directors and Executive Director. Preside at meetings of the Association, Executive Board Committee and Board of Directors.
- D. Assist the Executive Director in coordination of his or her job responsibilities.
- E. Appoint committee membership and serve as ex-officio member of all committees
- F. The President shall serve as State Representative for the National School Plant Management Association. The President may appoint a member of the Board of Directors in his/her stead.
- G. Make notification to the Commissioner of Education of the vacancy and duties of the TNDE Representative for the appointment of a new representative.
- H. Approve payment of expenses recommended by the Executive Director and/or Treasurer.

The President-Elect shall:

- A. Attend all conferences and as many district meetings as possible at the expense of the Association.
- B. Assume all duties of the President, in case of absence or resignation of the President.
- C. Serve as Chairperson of the Bylaws Committee, the Nominating Committee, Membership Committees, and the Audit Committee.
- D. Shall assist the president or executive director as requested.
- E. Shall prepare for their term as President.

The Immediate Past President shall:

- A. Attend meetings of the TSPMA Board of Directors and TSPMA Conferences at the expense of the association for mileage and lodging. (If school district cannot pay).
- B. Serve as chairperson of the Lifetime Membership 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 TSPMA.
- F. Be knowledgeable of TSPMA bylaws and objectives of the TSPMA.
- 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.
- I. Attend special Board and committee meetings, as requested by the President or Executive Director.

The District Directors shall:

- A. Attend meetings of the Board of Directors and Annual Conferences, 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 district members to deliver issues, needs, concerns, improvements and ideas to the Board of Directors.
- D. Be encouraged to plan and coordinate, at least, four (4) district meetings per year and notify Executive Director of date and time.
- E. Assist in the planning process of the Annual Association Meeting.
- F. Maintain current list of persons involved in plant operations and maintenance throughout their region (members & non-members).
- G. Contact all individuals (either members or non-members) at least twice per year (either by phone or email) to inform of regional meetings, TSPMA objectives and concerns, and upcoming Annual Association Meeting.
- H. Prepare at least (1) one article for the Association's Newsletter relevant to the objectives of the TSPMA.
- I. Secure at least one advertisement for the Newsletter and the Conference Program Booklet.
- J. Be knowledgeable of TSPMA bylaws and objectives of the TSPMA.
- K. Provide a list of vendors and business contacts (names, addresses and phone numbers) that do business in director's school district to the Executive Director, as potential vendor sponsors.
- L. Serve on committees as requested by the President.
- M. Make effort to be involved and attend National School Plant Management Association's annual meeting.
- N. Attend special Board and committee meetings, as requested by the President or Executive Director.
- O. Conduct and chair district meeting at Annual Association Meeting to include (when required) election of the new district Director.
- P. Have voting rights

The Executive Director shall:

- A. Attend all annual conferences and as many district meetings as possible at the expense of the Association.
- B. Record and maintain minutes and records of the Board
- C. Provide quality communication among membership, vendors and other constituents, utilizing print media, as well as, electronic means.
- D. Review Organization mail and provide proper dispensation.
- E. Keep TSPMA web site updated and current.
- F. Prepare correspondence to promote the Organization and meet administrative needs.
- G. Coordinate and prepare meeting agendas in cooperation with the President.
- H. Solicit both active and vendor membership.
- I. Represent the Board at activities recommended by the President and approved by a majority of the Executive Board.
- J. Solicit corporate sponsorship and coordinate the trade show.
- K. Assist the Board in projecting and maintaining budget line items.

- L. Coordinate activities with the Treasurer to ensure budget line items are not exceeded.
- M. Prepare Association conference materials
- N. Coordinate the Association conference and seminars.
- O. Submit all invoices to the Treasurer for timely payment.
- P. Maintain a copy of each year's Executive Director's contract, job description and position's budget and made available to the membership, upon request.
- Q. Prepare a proposed operational budget for the Executive Directors office: travel, office expenses, equipment, etc. for the Treasurer's use in budget preparation.
- R. Additional fiscal and authority responsibilities are outlined in these bylaws and or assigned by the President.
- S. Not have voting privileges regarding his or her job description, salary or operating procedures, but full voting rights for all other actions of the Executive Board and Board of Directors.

The Treasurer shall:

- A. Attend annual conferences at the expense of the Association.
- B. Receive all monies from the executive director, and keep true account of the same, and pay out by order of president and by the consent of the executive committee.
- C. Keep an accurate record of all moneys received and paid out. Perform other duties that may be necessary for the conduct of this office in keeping with good business practices.
- D. The Treasurer shall be prepared to present a financial statement at all Board meetings and general membership meetings.
- E. Additional fiscal responsibilities are outlined in these by-laws.
- F. Have full voting rights, except on items regarding the Association's budget.

The Historian shall:

- A. Attend meetings of the TSPMA Board of Directors and TSPMA conferences at the expense of the Association for mileage and lodging.
- B. Maintain a record of each meeting of the Association. Keep programs from each conference for record purposes. Take photographs at each conference to record events at the conference and maintain in an orderly fashion for future reference.
- C. Encourage and promote participation and membership in the Association with all educational entities.
- D. Communicate with officers, regional directors, members and potential members the history of the Association through articles in the Newsletter, scrapbooks, photos, pamphlets, etc.
- E. Act as custodian of historical information and Association minutes.
- F. Serve on committees as requested by the President
- G. Attend special Board and committee meetings, as requested by the President or Executive Director.
- H. Have full voting rights.

The Vendor Partner Representatives shall:

- A. Be the point contact to handle all communication by Sponsors with the Association Board.
- B. Attend meetings of the Board of Directors to represent Sponsors at no expense for mileage or lodging to the Association.

- C. Encourage and promote vendor participation and support for the Annual Association Meeting.
- D. Solicit sponsorship for advertising and financial support of the Newsletter, Conference advertisement and program printing.
- E. Assist in planning process of the Annual Association Meeting.
- F. Assist in vendor setup and booth assignment at Annual Meeting.
- G. Solicit and secure door prizes and conduct drawing and prize program at Annual Meeting.
- H. Solicit training topics available from business and industry and convey to Executive Director.
- I. Secure and submit (1) one technical article of new or improved product or method in area of buildings and grounds for the Association's Newsletter.
- J. Solicit an evaluation of 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. Attend special Board and committee meetings, as requested by the President or Executive Director.
- M. Plan and coordinate a recreational activity for membership participation at the Annual Meeting, should the Board of Directors approve.
- N. May attend Association general membership and regional meetings.
- O. Will be included in all regular mailings of the Association.
- P. 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.
- Q. Have no voting rights.

Tennessee Department of Education Representatives shall:

- A. Attend meetings of the Board of Directors at no expense for mileage or lodging to the Association.
- B. Encourage and promote participation and membership with the Department of Education (TNDE) and other public employees.
- C. Assist in the planning of the Annual Association Meeting.
- D. Develop a working relationship between the TNDOE and members to foster the progress and improvement of educational programs through adequate facilities, environment and operational management.
- E. Provide through the Association, information on activities and concerns of the Tennessee General Assembly, TNDE, and other statewide issues that pertain or impact Tennessee School Plant Managers.
- F. Assist members in the proper procedures required by the TNDE to facilitate the processes or programs conducted by the Department.
- G. Act as liaison between Association and Commissioner of Education in transmitting issues to and from the Association.
- H. Serve on committees as requested by the President.
- I. Make every effort to be involved and attend National School Plant Management Association's Annual Meeting.
- J. Attend special Board and committee meetings, as requested by the President or Executive Director.
- K. Have no voting rights

ARTICLES VIII - COMMITTEES

1. Executive Board Committee:

The Executive Board shall:

- A. Conduct a planning meeting of the Executive Board members and invited others, to determine goals and strategies for upcoming year, including, but not limited to growing membership and vendor sponsors and overall improvement for services to Association membership, develop framework for the Fall, Winter, and Annual Conferences and propose training presenters and speakers, develop schedule for any special board meetings, determine need for summer seminar or other state wide training, research need for joint state association board meetings or start up of new state associations, determine NSPMA support and participation, and other pertinent items. Travel and expenses shall be provided by the Association. Lodging for the Executive Board Committee shall be a part of the Annual Conference expenses. A report shall be provided for actions by the Board of Directors at the next called meeting.
- B. Provide direction to the Executive Director between Board of Director meetings and serve as the Personnel Committee, providing oversight to the Executive Director. While meeting as the Personnel Committee, the Board of Directors shall determine the job description, number of hours, remuneration and appropriate budget for the office. A written contract shall be entered into, on a calendar year basis, effective July 1 through June 30. The Board of Directors shall give full consideration to TSPMA budget conditions annually, prior to issuance of a new contract. The decision, budget and scope of work for this position shall be determined each year. The Board of Directors shall approve a new contract each year by June 30. The contract shall provide a thirty (30) day notice of contract cancellation by either party, with no cause required to be given. The Executive Board will conduct an annual evaluation of the Executive Director's performance to be reviewed with the Executive Director at the annual conference.
- C. Action by the Executive Board Committee requires a minimum of three affirmative votes.

1. Board of Directors Committee:

The Board of Directors shall be a permanent committee and act in the name of the Association in all matters pertaining to the Association. The Board of Directors shall adopt Operating Procedures, by which the Executive Director and Executive Board shall operate the Association.

2. Other Committees:

The President shall recommend committee chairpersons and membership to the Board of Directors for approval. The following committees, established through bylaws, shall be appointed, and any others as deemed necessary:

Audit Committee: President-Elect, Chairperson

Bylaws Committee: President-Elect, chairperson.

Finance Committee: Treasurer, chairperson. Executive Director and President-Elect

Lifetime Member Award Committee: Past President, Chairperson.

Nominating Committee: President-Elect, Chairperson.

Scholarship Committee: President, Chairperson

Members of all committees shall enter upon their duties immediately upon their appointments.

ARTICLE IX - MEETINGS

1. Meetings of the general membership of the Association for the Annual Conference shall be held at a time and place to be named by the President, after consultation and research conducted by the Executive Director, with approval by the Board of Directors, in the event action is required of the Association's full membership between annual conferences, the President or Executive Director may establish, with the approval of the Board of Directors, a mail-in or electronic voting process to attain the Association's wishes.
2. The Board of Directors shall meet at least three (3) times, either in person or virtually, and at the conclusion of the Annual Conference and twice during the balance of the year, either in person or virtually.
3. The President or Executive Director may call special meetings of the entire Board, portions of the Board, committee meetings or the Executive Board Committee, as deemed necessary. Travel and expenses to support any special Board meetings and committee meetings shall be provided, as determined by the President or Executive Director, per the approved budget.
4. The President or Executive Director may call meetings and conduct Association business by phone conferencing, video conferencing or by use of technology, i.e. computer e-mail, etc.
5. District Directors are encouraged to hold four (4) regional meetings per year at a location of their choosing and provide the Executive Director with names of attendees and meeting topic(s).
6. TSPMA sponsored multi-regional or state-wide seminars or training for general membership shall be developed, promoted and a budget established and approved by the Board of Directors.

ARTICLE X - DISBURSEMENT OF FUNDS

The Board of Directors is responsible for budgeting of the finances of the Association.

1. FISCAL POLICY

- A. The Association shall operate as a non-profit organization with the officers of the organization except for the Executive Director, receiving no salary or remuneration except expenses as required in the conduct of Association business.
- B. The financial records of the Association shall be audited by a committee appointed by the President-Elect each year. The records of the Association shall always be open to the public.
- C. No member of the Association or any officer shall have as an individual interest in or title to the assets of the Association and such assets shall be devoted exclusively to the purpose of the Association.
- D. In the event of dissolution and voluntary surrender or revocation of the Association, all assets belonging to the Association shall be distributed equally, as determined by the Board of Directors, to school districts and state colleges in the State of Tennessee.

2. BUDGET

- A. A budget shall be prepared by the Treasurer, in consultation with the President and Executive Director, and presented for review and tentative approval by the Board of Directors no later than the Board of Director's meeting at the conclusion of the Annual Conference. The term of the budget shall be from July 1 through June 30.
- B. In preparing the budget, the Treasurer, in consultation with the President and the Executive Director, shall take into consideration historical vendor support, current and forecasted economic conditions, i.e. stock market, business climate, international conditions, Tennessee's education budget, etc. in determining the revenue sources for the budget year.
- C. The proposed budget shall provide for those revenues and expenses outlined in Fiscal Responsibility and throughout the Bylaws, and others as deemed necessary.
- D. The Executive Director and Executive Board Committee shall utilize the budget to operate the Association.
- E. The Board of Directors may approve a revision to the budget during any board meeting.
- F. Expenditures outside the approved budget require the budget to be revised and approved by the Board, with the exception of unforeseen and emergency expenditures, which may be approved by the Executive Committee, as outlined under Fiscal Responsibility.

3. FISCAL RESPONSIBILITY

- A. Disbursement of Association funds shall be authorized by the Executive Director in accordance with the Board approved budget or specific disbursements approved by the Board of Directors.
- B. Unforeseen and emergency expenditure(s) outside the approved budget of \$1,000.00 or less, may be approved by three members of the Executive Board Committee, with said approval being conveyed to the Executive Director for action. These expenditures are subject to review by the Board of Directors at the next Board meeting. Such disbursements may include unforeseen needs and costs, conference planning expenses not budgeted, travel, meeting expenses, regional meeting expenses and per diem expenses for the Board of Directors.
- C. Prior approval of conference expenses shall be made by the Board of Directors through the budgeting process, as a budget line item, broken down into various conference expense line items.
- D. Expenses for meals and other costs, including travel, to accommodate meetings of the Board of Directors, Executive Board Committee, Committee meetings and membership shall be authorized by the Executive Director or President, per the budget approved by the Board of Directors.
- E. The budget shall contain a budgeted source of funds for each Regional Director to conduct his or her annual operations and for meals during these meetings. If Vendor Sponsors do not provide the financial support for these meetings and the director has exceeded his or her budget, they may request additional funding approval from the Executive Board Committee on a per occurrence basis, prior to the activity occurring.

- F. The President, President-Elect and Executive Director or their designee and any TSPMA member serving as an elected officer or as a director on the NSPMA Board of Directors shall have their expenses paid to attend the annual NSPMA conference and Board of Director meetings. Expenses shall include registration and customary travel expenses for mileage, lodging and meals, in accordance with the budget and travel reimbursement operating procedures approved by the Board of Directors.
- G. The President, President-Elect, Immediate Past President, Treasurer, Historian and Executive Director or their designee shall have their expenses paid to attend the annual TSPMA conference, Eastern Conference, Western Conference and Board of Director meetings. Expenses shall include registration and customary travel expenses for mileage, lodging and meals, in accordance with the budget and travel reimbursement operating procedures approved by the Board of Directors.
- H. Authority to execute contracts for hotel lodging, conference space, food and beverage, speakers, travel, entertainment, committing funds for the annual conference and Board meetings, etc. shall be limited solely to the Executive Director. Should the Executive Director be unavailable or unable to perform his or her duties, the Executive Board Committee shall select one of its members to act on the behalf of the Association to execute contracts and approve financial expenditures. Should the Executive Committee fail to gain a majority agreement on the person to act on behalf of the Executive Director, the President shall call a Board meeting to resolve any issues.
- I. The Treasurer shall establish a checking account in a licensed bank in the name of the Association subject to the approval of the Board of Directors. The Treasurer, subject to review by the Board of Directors, is solely responsible for the checking account and any other account containing Association monies.
 - a) The Association shall secure and keep in effect a Treasurer's Bond for the Treasurer, who acts as the agent for the Association, of a size not less than 90% of the previous year's largest total available Association fund(s) balance.
 - b) Should the Treasurer be unavailable or unable to perform his or her duties, the Executive Board Committee shall select an Executive Board Committee member who's name shall be on the checking account but not be able to write checks or disburse funds without the approval of the Association. Once approved by the Executive Board Committee this individual can sign and issue checks on behalf of the Association, per approved financial expenditures from the Executive Director. Should the Executive Committee fail to gain a majority agreement on the person to act on behalf of the Treasurer, the President shall call a Board meeting to resolve any issues. Checks written during the absence of the Treasurer shall require two signatures from the Executive Board Committee, until the Treasurer returns or a new Treasurer is put in place and properly bonded with a Treasurer's Bond.
- J. The President shall appoint a Finance Committee of the President-elect, Treasurer and Executive Director and any other members desired to review Association financial procedures and investment policies each year. The Treasurer shall chair the Committee. A Finance Committee report shall be made to the Board of Directors by the Treasurer at each meeting, for the Board's review and possible action.
- K. Scholarship fund receipts may be expended to:

- a) Award scholarships to individuals, post-secondary institutions and school districts, private or public;
- b) Pay travel expenses, i.e. registration, mileage, meals, lodging, etc. for the TSPMA Annual Conference or TSPMA sponsored seminars;
- c) Sponsor new state associations;
- d) Foster the expansion or provide assistance to current state associations;
- e) Build and foster partnerships with other state associations through joint meetings and joint activities; and
- f) Pay travel expenses to the TSPMA Annual Conference and NSPMA sponsored training seminars.

Per the budget, as approved by the Board of Directors.

ARTICLE XI - AMENDMENTS, RULES, QUORUM

1. Amendments or revisions to the bylaws may be proposed in writing to the President-elect by any Association member, at least 60 days prior to an Association meeting. The President-elect and Bylaws Committee shall present proposed amendments or revisions, submitted by others or developed by the Committee, to the Board of Directors for their consideration, at least 30 days prior to the Association meeting. The President shall then present the proposed amendments to the general membership at its Annual Association Meeting with the Board of Directors' recommendation to adopt or reject. Acceptance of amendments or revisions shall be determined by a majority of the active members present. Changes go into effect immediately upon adoption.
2. The rules contained in Robert's Rules of Order, Revised (Eleventh edition published in 2011) shall govern the Association.
3. The quorum requirement for action(s) at a meeting of the Association shall be met by those members in attendance during the Business Session when action(s) are proposed.
4. The quorum requirement for action(s) of the Board of Directors during their meetings, shall be met by 7 (seven) voting board members being in attendance.
5. Voting may be show of hands, roll call or by email ballot at the discretion of the Board of Directors.

ARTICLE XII – SCHOLARSHIP PROGRAM

1. The Association shall promote post-secondary education through a program in the various fields of study which makes up the broad category of school plant management, with specific emphasis on skills relating to maintenance, custodial and operation of physical plant. The program shall be available to active or lifetime members of this association and their children and grandchildren.
2. The annual budget shall include a budget line item for scholarships.
3. The President is the Chairperson of the Scholarship Committee and will appoint committee members. The Scholarship Committee shall submit to the Board for approval the scholarship guidelines, application form, dates for submittal, eligibility requirements, and length of award each year in accord with the established budget.
4. The Scholarship Committee, with the assistance of the District Directors, shall publicize the Scholarship Program.

5. The Scholarship Committee shall review and recommend to the Board a slate, containing proposed scholarship recipient(s), for approval by the Board.
6. Upon approval by the Board, the financial awards shall be made directly to the recipient. Recipient award(s) shall be paid on a semester basis, with proof of satisfactory success being provided, before the next semester is funded. The Executive Director shall correspond with recipient(s) and ensure financial award(s) are received by the intended post-secondary institutions.

End of By-Laws