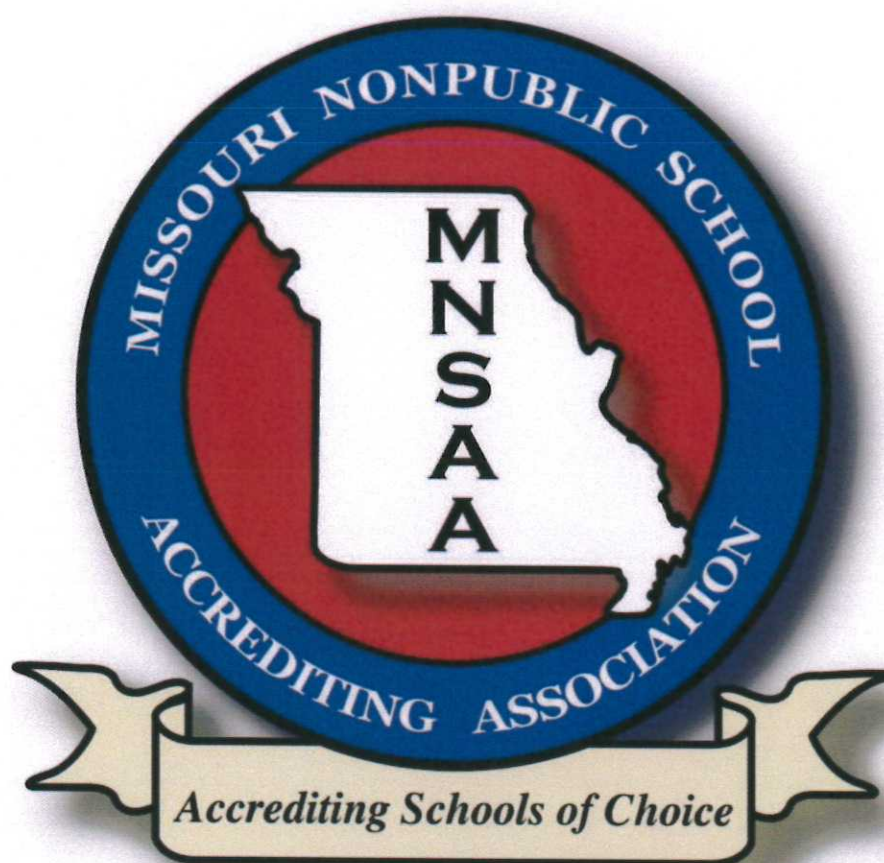


Missouri Nonpublic School Accrediting Association



**Member of the National Federation of Nonpublic School
State Accrediting Association**

**BY-LAWS
Revised March 31, 2017**

Missouri Nonpublic School Accrediting Association

By-Laws

(Revised March 2017)

Article One **Name of the Association**

This association has been incorporated as the Missouri Nonpublic School Accrediting Association, a chapter of the National Federation of Nonpublic School State Accrediting Associations. For the purposes of these By-Laws, it shall be described as the Accrediting Association.

Article Two **Board of Directors**

The Board of Directors is specifically authorized to promulgate qualifications, definitions, rules, and regulations that govern membership and accreditation in the Accrediting Association.

The Board of Directors shall have exclusive control and management of all property and funds of the association, from whatever source derived, and shall constitute the governing body of the association with full power and authority to designate that power and to carry out the objectives and purposes of the Accrediting Association as set forth in the Articles of Incorporation, these By-Laws, and the laws of the State of Missouri

Sponsoring Agency

A sponsoring agency is the administrative entity responsible for an affiliation of at least three member schools. This affiliation is represented on the board of directors.

Membership

The Board of Directors of the Accrediting Association shall be composed of no more than twenty (20) members including:

- A. One representative from the central administration staffs of each of the sponsoring agencies, having at least three (3) member schools in the Accrediting Association.
- B. In addition to the above, one administrative representative appointed by each sponsoring agency. One additional representative appointed for sponsoring agencies that have more than ninety-nine (99) schools.
- C. One representative from the field of exceptional learning needs, appointed by the Board of Directors.
- D. One representative from a member secondary school, appointed by the Board of Directors.
- E. At least one representative from a higher education institution within the State of Missouri, appointed by the Board of Directors.
- F. Other members as determined by the Board of Directors.

Terms of office

The term of members from sponsoring agencies shall be determined by the sponsoring agencies. Terms of appointed members shall be determined by the Board of Directors.

Vacancies

Vacancies on the Board of Directors shall be filled as they occur.

Removal from the Board

Any director may be removed for cause at a meeting of the Board of Directors by unanimous vote of those voting on the question of removal, except the person whose removal is being considered. No director shall be removed, unless notice of the meeting at which such removal is to be considered states such purpose.

Compensation

There shall be no compensation by the association to any of the board members other than reimbursement for expenses incurred by and on behalf of the association.

***Article Three* Structure of the Board**

Officers

There shall be a President, Vice-President, Secretary, and Treasurer elected by the Board of Directors. All officers shall serve two-year terms. Election of officers shall be alternated, President and Treasurer one year and Vice-President and Secretary in the succeeding year.

In the event the President steps down mid-term, the Vice-President will serve as interim President until the next election.

The duties and privileges of the offices of President, Vice-President, Secretary, and Treasurer shall be as described:

Board President

- Oversees board and executive committee meetings
- Works in partnership with the executive director to make sure board resolutions are carried out
- Works in partnership with the executive director to maintain the MNSAA website
- Calls special meetings if necessary
- Appoints all committee chairs, and with the executive director, recommends who will serve on committees
- Assists executive director in preparing agenda for board meetings
- Provides notice of meetings of the board and/or of a committee when such notice is required
- Oversees searches for new executive directors
- Oversees recruitment of new board members
- Acts as an alternate spokesperson for the organization

Board Vice-President

- Attends all board meetings
- Serves on the executive committee
- Carries out special assignments as requested by the Board President
- Understands the responsibilities of the Board President and performs these duties in the President's absence

Board Secretary

- Attends all board meetings
- Serves on the executive committee
- Records and reviews board minutes
- Ensures the safety and accuracy of all board records

Board Treasurer

- Attends all board meetings
- Serves on the executive committee
- Manages the board's review of and action related to financial responsibilities
- Manages financial accounting of nonprofit status
- Presents the annual budget to the board for approval
- Works with the Board President and Executive Director to ensure that appropriate financial reports are made available to the board in a timely manner

Other duties may be assigned to the officers as needed.

In the absence of a Board of Directors meeting, the President shall have the obligation and privilege of assigning various functions of the association to the officers.

There shall be no compensation by the association to any of the officers other than reimbursement for expenses incurred by and on behalf of the association.

Executive Director

The position of Executive Director has duties that are established by the Board of Directors. The executive director is not a voting member of the Board of Directors. The position of Executive Director is compensated as determined by the Board of Directors.

In the absence of the President and Vice-President, the Executive Director will conduct the board meeting.

Committees of the Board

The Board of Directors is specifically authorized to establish an **Executive Committee**. The Executive Committee shall consist of at least the four officers: the President, Vice-President, Secretary, and Treasurer. The Executive Committee is empowered to conduct necessary business for the Accrediting Association between the meetings of the Board of Directors. The Executive Director attends Executive Committee meetings.

The Board of Directors is specifically authorized to establish an **Evaluation Committee** which shall consist of members of the Board and additional educators of member schools, the number of which shall be deemed necessary to examine and evaluate the Annual Reports submitted by schools desiring membership in the Accrediting Association.

Article Four **Funds**

All monies belonging to the Accrediting Association shall be deposited to the credit of the association in such banks, trust companies, or other depositories as the Board of Directors may designate.

The funds received by the Accrediting Association shall be kept in general accounts of the Treasurer and may be disbursed by the Board of Directors for any purpose reasonably suited to the association. Disbursement of funds of the Accrediting Association shall be made by check drawn by the Treasurer or President pursuant to procedures set forth and prescribed by the resolution of the Board of Directors.

Article Five **School Membership**

Each nonpublic school filing an Annual Report and paying the annual assessment as established by the Board of Directors shall have one full membership in the Accrediting Association.

Member schools placed on violation or warning status because of deficiencies as determined by the Evaluation Committee shall not lose their membership in the Accrediting Association.

The Board of Directors shall establish the annual assessment for member schools.

Article Six **Stock**

There shall be no stock issued or designated by the Accrediting Association.

Article Seven **Meetings**

The Board of Directors shall meet at least once annually. Meetings may be called upon by ten (10) days written notice by twenty-five percent (25%) of the full membership or any three members of the Board of Directors or any two members of the Executive Committee.

The order or procedure at any given meeting shall be informal, but in the event of conflict the procedures as prescribed in Robert's Rules of Order shall pertain.

In order to constitute a quorum for official business of the association, it shall be necessary to have a majority of the Board of Directors present and voting.

Article Eight **Amendments to the By-Laws**

Proposed amendments to the By-Laws may be submitted to the Board of Directors by the sponsoring agency of the various member schools or by petition of at least six member schools.

By-Laws are amended by two-thirds (2/3) of the Board of Directors.

The Board of Directors will inform member schools of amendments to the By-Laws.

Article Nine **Dissolution**

At such time as the Missouri Nonpublic School Accrediting Association shall be dissolved by action of its Board of Directors or otherwise, the assets of the association shall be used to pay any outstanding liabilities. Any remaining assets will be distributed evenly among the sponsoring agencies.