

**BYLAWS
OF THE
EMPLOYEE RELATIONS AND NEGOTIATIONS NETWORK
OF WASHINGTON STATE**

A Nonprofit Organization

**ARTICLE I
NAME AND PURPOSE**

SECTION 1 NAME

The corporation shall be named the Employee Relations and Negotiations Network, hereinafter commonly referred to as ERNN.

SECTION 2 PURPOSE

The purpose of ERNN shall be to provide a communications network that enhances the availability of employee relations and negotiations information between school districts within Washington state.

**ARTICLE II
MEMBERSHIP**

SECTION 1 MEMBERSHIP ELIGIBILITY

Membership is available to public schools districts within the state of Washington. Membership is also available to educational service districts within the state of Washington for the purpose of collective bargaining with their employees. Organizational membership is available to the Washington Association of School Administrators (WASA) and the Washington School Personnel Association (WSPA).

SECTION 2 MEMBERSHIP

A Public School District is a member upon payment of dues.

SECTION 3 MEMBERSHIP YEAR

The membership year will date from September 1 through August 31.

**ARTICLE III
MEETINGS**

SECTION 1 MEETINGS OF BOARD

- A. Meetings of the Board may be called by the President or by written petition of ten percent (10%) of the Board. Meetings will be governed according to Robert's Rules of Order.
- B. There shall be one (1) business meeting annually. Additional meetings may be called as needed.

**ARTICLE IV
ORGANIZATION**

SECTION 1 NONPROFIT CORPORATION

ERNN shall be a 501 (3) (C) nonprofit corporation in the state of Washington with membership as prescribed in these Bylaws and shall be governed as provided in these Bylaws.

**ARTICLE V
EXECUTIVE DIRECTOR**

SECTION 1 EXECUTIVE DIRECTOR

The Board shall employ an Executive Director. The Executive Director's responsibilities include, but are not limited to:

1. Preparing an annual operating budget for approval by the Board by May 30th.
2. Keeping minutes of Board meetings;
3. Preparing publications and documents as directed by the Board;
4. Managing the business and financial affairs of ERNN;
5. Other duties as assigned.

**ARTICLE VI
BOARD**

SECTION 1 BOARD

A. Composition

The number of Board members shall be twenty-four (24).

Two (2) Board members from each region.

One (1) Board member will represent WASA.

One (1) Board member will represent WSPA.

B. Board Membership

1. The Board members from WASA and WSPA shall be selected as determined by each of the respective organizations.

2. The other members shall be selected following nomination by the member districts. Selection will be by vote of member districts.
3. Membership on the Board may be revoked by majority vote of the Board and Executive Director.
4. All Board members must represent a public school or an ESD that is an ERNN member.

C. Terms of Office

1. Each term of office shall be four years, with approximately one-fourth of the terms expiring annually.
2. Terms shall begin on September 1 unless a successor has not been selected. In such cases, the seat will remain vacant until a successor is selected. All terms terminate on August 31 of the appropriate year.

D. Meetings in Quorum

1. Meetings of the Board may be called periodically by the President or any five members of the Board.
2. The members of the Board present shall constitute a quorum for the transaction of business at any scheduled meeting of the board unless the action of a greater number is required bylaw or by these Bylaws.

E. The Board of ERNN, shall exercise all powers, duties, and rights of corporate directors, subject to the limitations and restrictions provided by these Bylaws. Its duties shall include, but are not limited to:

1. Coordinating communication within the regions regarding negotiations.
2. Attending board meetings regularly.
3. Assisting with the annual conference and ERNN workshops.
4. Facilitating the distribution of special materials and communication within the region as needed.
5. Recruiting member districts for the ERNN organization.
6. Planning of professional development activities for ERNN.
7. Employing an Executive Director and other personnel, establishing their terms of employment and authority and providing for their annual evaluations.
8. Reviewing and approving the Annual budget by May 30th.
9. Acting on policy matters related to ERNN activities; and further, the Executive Board, composed of the ERNN President, Vice-President, and Secretary-Treasurer in conjunction with the Executive Director, is vested with the authority to take appropriate action on behalf of ERNN between Board meetings. When such action is taken, all Board members shall be informed of the action within two weeks.

10. Serving on committees as needed.

11. Setting the annual membership dues structure

F. Board Meetings

Meeting notices shall specify the place, day, hour, and purpose(s) of the meeting.

G. Vacancies

Any vacancy occurring in the Board may be filled by the Board for the remainder of the term.

H. Compensation

Members of the Board shall not receive compensation.

**ARTICLE VII
OFFICERS OF THE ORGANIZATION**

SECTION 1 OFFICERS

The officers shall be a President, Vice-president, and Secretary-Treasurer, all of which shall be from the Board. These officers shall have the authority and perform the duties prescribed by the Board and these Bylaws.

A. President

The President shall conduct the regular business of the Board.

B. Vice-President

In the absence of the President or in the event of his/her inability to act, the Vice-President shall perform the duties of the President and shall have all the powers of and be subject to all restrictions of the presidency. The Vice-President shall perform such other duties as are assigned to him/her by the President or the Board.

C. Secretary-Treasurer

The Secretary-Treasurer will perform the duties commonly expected of this office.

SECTION 2 ELECTION OF OFFICERS

A. The officers shall be elected by the Board prior to September 1. New offices may be created and filled from within the Board at any meeting of the Board.

B. Any officer may be removed by the Board whenever, in its judgment, the best interests of ERNN would be served. A majority of the Directors must vote affirmatively for such removal to occur.

C. A vacancy in any office, because of death, resignation, removal, disqualification or otherwise, may be elected by the Board.

SECTION 3 TERM OF OFFICE

A. The vice-president shall be elected for a two-year term of office. He/she shall serve as vice-president the first year and as President during the second year. Terms of officeshall commence on September 1 of each year.

B. The Secretary-Treasurer shall be elected for a one-year term of office.

**ARTICLE VIII
REGIONAL GOVERNANCE**

SECTION 1 REGIONS

The counties of the state of Washington have been grouped into eleven regions.

North (108)	Northwest (114)	Snohomish (109)	King (110)
Island San Juan Skagit Whatcom	Clallam Jefferson Kitsap	Snohomish	King
Pierce (111)	Capitol Plus (113)	Southwest (112)	North Central (171)
Pierce	Grays Harbor Lewis Mason Pacific Thurston	Clark Cowlitz Skamania Wahkiakum	Chelan Douglas Grant Okanogan
Northeast (101)	Yakima Valley (105)	Southeast (123)	
Adams Ferry Lincoln Pend Oreille Spokane Stevens Whitman	Kittitas Klickitat Yakima	Asotin Benton Columbia Franklin Garfield Walla Walla	

**ARTICLE IX
FISCAL**

SECTION 1 DUES AND EXPENDITURES

A. Dues

Participating school districts will be assessed a membership dues as established by the Board.

B. Expenditures

Expenditures shall be by means of the annual budget as developed under the direction of the Board and the Executive Director. Expenditures of funds within the adopted budget shall be at the prerogative of the Board.

SECTION 2 FISCAL YEAR

The fiscal year be twelve (12) months, from July 1 through June 30.

SECTION 3 DISSOLUTION OR LIQUIDATION

No part of any income, revenue and grant of or to ERNN shall inure to the material or pecuniary benefit of any member, officer, or private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of its purposes), and no member, officer, or private individual shall be entitled to share in the distribution of any other assets of ERNN on its dissolution or liquidation. In the event of such dissolution or liquidation, all remaining assets will be distributed proportionately to member districts by October student enrollment figures.

**ARTICLE X
AMENDMENTS**

SECTION 1 PROCESS

A. Proposals to amend the Bylaws may be introduced an any regular meeting of the Board .

B. These Bylaws may be amended at any regular or special meeting of the Board by a majority vote of the active members present, provided that:

1. The proposed amendment was submitted in writing at the previous Board, or
2. The proposed was approved by the Board and written notice thereof to the Board.