



National Association of State Chief Administrators (NASCA)

ORGANIZATIONAL STRUCTURE AND BYLAWS

I. NAME

The name of the association shall be the National Association of State Chief Administrators, Inc. (NASCA).

II. PURPOSE

The purpose of the Association is to provide a continuing mechanism through which administration and general services agencies of the states, by whatever name, can exchange information of common interest, thereby increasing the effectiveness and efficiency of individual state efforts through educational programs or publication, or any other charitable or scientific means under the provisions of section 501(c) (3) of the Internal Revenue Code of 1954.

III. ORGANIZATIONAL STRUCTURE

The following organizational structure is adopted:

- A. **State Membership.** The official member shall be the principal designee directly charged to deliver administration or general services.

Associate Membership. Members shall be deputy directors or administrators charged with the delivery of administration and general services. There can be an unlimited number of state designees recommended by the official member. The Administrator of the General Services Administration of the federal government is automatically an Associate Member without payment of dues.

Corporate Membership. Corporate membership is offered to any organization or business interested in cooperatively working with state leaders to improve state administration and general services. Corporate members may serve on duly constituted committees when such service will benefit the association. Corporate members will not be eligible to vote or hold office in the association.

- B. **Voting Privilege.** Each dues paying state may cast only one vote.

- C. **Dues.** Each state member will be assessed a membership fee on an annual basis to cover necessary operating expenses. Dues may be changed for the ensuing year upon recommendation of the executive Committee and a 2/3 affirmative vote of those states in attendance at the conference. Each corporate member will be assessed a membership fee set by the Executive Committee of NASCA.

- D. **Executive Committee.** The Association shall be governed by an Executive Committee. The Executive Committee shall consist of the President, the Vice President, the Secretary-Treasurer, the immediate Past President and seven at-large directors. The principal, deputy or program director of each member state shall be eligible to serve on the Executive Committee. Any member of the Executive Committee who subsequently becomes ineligible to serve by virtue of a change in his

or her employment may, subject to approval by majority vote of the remainder of the Executive Committee, continue to serve until the end of the term for which he or she was elected. The officers of the Executive Committee are the President, Vice President, Secretary-Treasurer and the immediate Past President. The Executive Committee shall meet at least once annually to transact such business as necessary for the effective operation of the Association. It is also the responsibility of the Executive Committee to determine the location of the annual meeting.

1. **Elections and Terms of Offices of At-Large Directors.** The seven at-large Directors of the Executive Committee shall be elected by the membership at the annual meeting to serve a two-year term ending with the conclusion of the designated annual meeting. At-Large Directors may run for re-election for two additional two-year terms. The Executive Committee shall have representation from all regions. A majority vote of members present is required for election. (Amended, 2017)
 2. **Vacancies- Executive Committee.** Vacancies arising from any cause shall be filled by majority vote of the remaining Executive Committee members, maintaining regional representation. The vote of the Executive Committee Members may be accomplished, at the initiation of the President, by mail or by telephone. If a vacancy occurs in the position of President, the Vice President shall preside and otherwise exercise all the powers and duties of President until the position is filled through the process described above.
 3. **Additions to Executive Committee.** The President, with consent of a majority of the existing Executive Committee, may ask chairpersons of committees to serve on the Executive Committee during the President's term.
- E. **Officers.** The officers of the Association shall be a President, a Vice President, a Secretary-Treasurer, and the immediate Past President. Any officer who subsequently becomes ineligible to serve by virtue of a change in his or her employment may, subject to approval by majority vote of the remainder of the Executive Committee, continue to serve until the end of the term for which he or she was elected.
1. **Elections and Terms of Offices.** The President, the Vice President, and the Secretary-Treasurer shall be elected by the membership at the annual meeting to serve a two-year term ending with the conclusion of the designated annual meeting. Officers may run for re-election for two additional two-year terms. A majority vote of members present is required for election. The members shall elect Officers the year prior to beginning of the term in office. (Amended, 2017)
 2. **Vacancies- Officers.** Vacancies arising from any cause shall be filled by majority vote of the remaining Executive Committee members. The vote of the Executive Committee Members may be accomplished, at the initiation of the President, by mail or by telephone. If a vacancy occurs in the position of President, the Vice President shall preside and otherwise exercise all the powers and duties of President until the position is filled through the process described above.
 3. **Duties of President.** The President shall perform the usual duties of a presiding officer at meetings of the Association and of the Executive Committee and shall

perform other duties as contained in the Bylaws or as directed by the Association or the Executive Committee.

4. **Duties of Secretary-Treasurer.** The Secretary-Treasurer shall oversee reports of the meetings by the staff, the members and the Executive Committee, as well as the reports on revenues and expenditures.
 5. **Committee.** The President may appoint one or more committees. The President shall make appointments to all committees at the conclusion of the annual conference and shall issue a written charter to each committee.
- F. **NASCA Corporate Council (NCC).** The NCC is the representative body for NASCA's corporate members, comprising of corporate member primary contacts. Each corporate member may appoint one or more representatives to the NCC.
1. On an annual basis the NCC will elect from its membership two co-chairs. Nominees must be NASCA corporate members in good standing, with two years of active participation with NASCA.
 2. The co-chairs will represent the NCC as non-voting, ex officio members of the NASCA Executive Committee.
 3. The NCC may meet quarterly by conference call. The purpose of the calls is to engage NCC members, learn more about NASCA and hear from state guest speakers.
- G. **Term Limits.** A member serving as a Director at Large and/or an Officer shall be eligible to serve for a total not to exceed six consecutive years. A member may be eligible to serve again after a one-year hiatus. The Immediate Past President shall serve as an Officer one additional year after his/her presidency regardless of term limit.

IV. MEETINGS OF THE ASSOCIATION

- A. **Annual Meetings.** Regular annual meetings of the Association shall be held at such time and places as determined by the Executive Committee. The location and time of the annual meeting shall be announced one or two years in advance. Efforts shall be made to rotate the locations of meetings by regions. The host state member and staff will be requested to aid the association staff in making arrangements for the annual meeting.
- B. **Attendance at Annual Meetings.** Attendance at annual meetings is open to the head, the deputy or the program director of the state agency directly charged with administration or general services, and corporate members. In addition, the agency head, the deputy or the program director may be accompanied by staff members as observers of the conference.
- C. **Actions of the Association.** Resolutions may be adopted by the Association upon recommendation of the Executive Committee and a two-thirds vote of all members of the Association present at the time of consideration or upon a two-thirds vote of all members of the Association polled by the Executive Committee.

V. BYLAWS

- A. **Purpose.** The bylaws of the Association are established to give general and consistent guidance to the continued purpose for which the Association was formed.

- B. **Amendment.** The bylaws may be amended at any meeting of the membership by a two-thirds affirmative vote of members present at the time of voting or at any other time by a two-thirds affirmative vote of all members through electronic or telephonic polling. Amendments may be proposed by any member of the Association but must be considered by the Executive Committee and recommended either for or against to the membership no less than 24 hours prior to a vote on the amendment
(Amended September 19, 2004)

Bylaws amended August 29, 2017 by the Executive Committee and NASCA members. Reviewed by an attorney.