

The ICSEI Bylaws

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1 The Constitution and Bylaws

The ICSEI Constitution contains the fundamental principles which govern ICSEI's operation. The Bylaws establish the specific rules of guidance by which the Board and Members will function and conduct ICSEI business in an orderly manner. The ICSEI Bylaws compliment the Constitution and can be updated by the approval of the Board as systems and functions of ICSEI change. Any changes to the Bylaws will be communicated to the members electronically.

2 The Board

2.1 Members of the Board

- The Board shall consist of no more than ten members with the exact number to be determined by the Board. The elected Board of the Congress shall be the President, President Elect, Past President, Treasurer and Board Members, with the exact number being determined by the Board. The President, the President Elect, the Past President, and the Treasurer are each separately entitled to represent ICSEI lawfully and are the Executive of the Board. Representation will be with the approval of the President.
- The Board Members should each come from at least five different countries and be a resident of that country.
- The Board may appoint a graduate student as a full voting member to the Board.
- The Board may appoint the Network Coordinator as a full voting member to the Board.
- The Board may co-opt other ICSEI members to sit on the Board as non-voting members to provide an area of expertise required by the Board from time to time. The purpose and term of the co-option will be decided by the Board.

2.2 Duration of Board Membership

- The elected officers of the Congress shall hold office for two years from the date of appointment and such appointments take place immediately after the Annual General Meeting of the year in which they were elected. With the exception of the President, an officer may be elected one additional time to the board. Board members can be re-elected according to the same procedure that is used for other Board Members.
- Board members may be discharged if they cease to be a member in good standing during their tenure in office. A replacement member may be appointed by the Board.

2.3 Conflict of Interest

- A Board Member who has a personal or financial interest in any item being discussed by the Board must declare to the Board and give notice to the Board members of the nature of the Board member's interest.
- A Board member nominating or seconding a nomination, or having a conflict of interest in a nomination must be excluded from being on the nominating committee or taking part in any discussion relating to the election before, during and after the election (see 2.11).

2.4 Duties of the President

- Represents ICSEI as required
- Serves as Chair of the Annual General Meeting of ICSEI and of meetings of the Board
- Determines the general conduct of the AGM and the procedures to be adopted at the meeting
- Prepares an annual report of ICSEI activities and decisions to be presented at the AGM
- Writes a President's Message for each ICSEI Express and a welcome message for the ICSEI conference programme
- Provides a Presidential Address at the annual ICSEI conference
- Delegates tasks to other Board Members and the Executive Director
- Liaises with AERA to retain the ICSEI slot on the AERA Program
- Represents ICSEI at an AERA planning meeting during the AERA Annual Conference

2.5 Duties of the Past President

- Chairs the Nomination Committee for Board elections
- Chairs the election process
- Reports the findings of the elections at the biannual AGM and seek the approval of the AGM membership to appoint the new board.

2.6 Duties of the President-Elect

- Represents ICSEI when required
- Replaces the President as Chair of the AGM or ICSEI board meetings when required
- Oversees the production of the ICSEI Express
- Liaises with journals affiliated with ICSEI
- Organises and manages the Life Member Program

2.7 Duties of the Treasurer

- Supervises the maintenance of ICSEI financial holdings
- Recommends the financial institution for holding ICSEI funds to the Board
- Supervises the preparation of the Annual Financial Report
- Chairs the audit committee and supervise the biannual audit of ICSEI financial accounts
- Presents the audited Financial Report at the AGM
- Supervises the preparation of the Annual Budget, including funds available for supporting attendance at the ICSEI Conference and any potential special project to the ICSEI Board at a General Meeting
- Presents the budget to the ICSEI board for approval
- Receives requests for support for attendance at the ICSEI Conference
- Recommends guidelines to the Board annually for providing support for attendance at the ICSEI Conference to the Board

2.8 Duties of other Board Members

Chairs subcommittees determined by the ICSEI Board or delegated by the President. Responsibilities may include:

- Editorship of ICSEI Express and the ICSEI Digest. All Board members contribute regular items for the ICSEI Express, the ICSEI Digest and the ICSEI Monograph series.
- Monitoring the ICSEI website and recommending additions or changes
- Editor of the ICSEI monograph series
- Monitoring of governance and recommending updates to the Board
- Membership of the ICSEI Conference Organising Committee
- Liaison to the ICSEI Conference Organising Committee on the State of the Art and the Research, Policy and Practice symposiums
- Organizes and manages ICSEI New Member opportunities
- Support of regional activities
- Management of ICSEI social media
- Development of thought leadership papers
- Assist in the discharge of ICSEI affairs between annual meetings

2.9 Duties of the co-opted Student Representative

- The Student Representative is responsible for the Graduate Conference that is scheduled prior to annual conference

2.10 Duties of the Network Co-ordinator

- The Network Representative is the liaison between the networks and the Board, and facilitates programs and activities including:
 - the ICSEI Express reports
 - Holding an annual meeting of the network at the Annual Conference
 - Organising at least one session sponsored by the network at the ICSEI Annual Conference
 - Providing the ICSEI Secretariat with a membership list so that the ICSEI members file can be updated with network information

2.11 Board Elections

- Board Elections will be held bi-annually.
- Nominating members must be financial.
- The Past President and two ICSEI members appointed by the Board shall form a Nomination Committee
- A member of the Nominating Committee must stand down where there is a recognised relationship with a member nominating for a position. The Board will appoint a new Nominating Committee member to complete the election process.
- The Nomination Committee will instruct the Executive Director to advertise and receive nominations from members of the Congress for vacant Board positions. The process shall be advertised on the ICSEI website and by email four months before the Annual General Meeting by the Executive Director. A nomination shall require:
 - the signature of at least two (2) financial members who have the right to vote
 - a signed statement from the nominee indicating a willingness to serve in the office.
 - **Acknowledgment by the nominee that they will not solicit votes. The statement will advise that if they are found to have solicited votes that they will be forced to withdraw from the electoral process by the Nominations Committee.**
- The Nomination Committee will determine the procedure for the proper and orderly casting or recording of votes at the AGM.
- A Board member nominating or seconding a nomination, or having a conflict of interest in a nomination must be excluded from being on the nominating committee or taking part in any discussion relating to the election before, during and after the election (see 2.3).
- If necessary, an election shall be organised two months before the Annual General Meeting. Only financial members shall have the right to vote.
- The Nominating Committee will manage decisions in regards to legitimising Board appointments. This will include confirming that the new Board is representative of at least five countries.
- The Nominating Committee may extend the period of voting if it is apparent that five countries will not be represented on the Board.
- At the Annual General Meeting the Nominating Committee shall report the results of the election and the new Board members will take up office with the approval of the Annual General Meeting.

3 Duties of the Secretariat

- Conducts the regular business involved in operating ICSEI as defined by the Board.
- Ensures the annual submission of documents for update of legal status in Australia.
- Prepares the Agenda for the Annual General Meeting and for meetings of the Board.
- Receives reports and items from Board Members for inclusion in agendas.
- Serves as the direct liaison between the Board and the Program Chairs for upcoming meetings of the Congress.
- Ensures that members receive notification of the Annual General Meeting.
- Ensures that members receive notification of elections.

- Receives and disburses funds related to membership, attendance at the annual Conference, and expenses incurred by ICSEI (on approval and signature of the President and Treasurer).
- Maintains an electronic file of ICSEI members – financial and non-financial.
- Maintains and updates the ICSEI website to include conference papers, ICSEI Express and other information deemed as appropriate.

4 Annual Congress

See Congress Guidelines at <http://www.icsei.net/index.php?id=1603>

5 ICSEI Awards

5.1 Lifetime Membership Award

- Lifetime membership is awarded to worthy individuals by the Board because of their outstanding contribution to ICSEI over an extended period. Life members are not required to pay an annual membership fee, but shall be required to pay any other applicable ICSEI related costs.
- Lifetime memberships are presented at the Annual Conference.
- It is recommended that only two life memberships be bestowed annually:

ICSEI criteria for life membership includes:

Life Membership is presented to a member who has made an extraordinary contribution to the Congress over a sustained period of time. It is recognised that this contribution has had a significant impact on the growth and development of the International Congress for School Effectiveness and Improvement, for which we are most grateful.

6 Financial Activities

6.1 Maintenance of Bank Accounts

- The ICSEI bank account is managed by the ICSEI Secretariat at the direction of the ICSEI Board
- The ICSEI bank account is held in Australian Dollars

6.2 Maintenance of Financial Records

- The financial year of ICSEI is from July 1 to June 30
- Proper books and financial records must be kept and maintained showing correctly the financial and other records of ICSEI. The Board (through the Treasurer) must ensure the relevant accounting and auditing requirements of the Act are duly complied with and that the required reports are made available to Members

6.3 Financial Operating Procedures

- The Executive Director may sign cheques or activate electronic or other payments to the value of \$5000.00
- All accounts, vouchers and claims over \$5000.00 due for payment by the ICSEI Secretariat must be presented to the President and/or Treasurer for approval
- An audit of the ICSEI accounts will be conducted in the year following the appointment of the President
- A properly qualified auditor must be appointed by the ICSEI Board

7 ICSEI Networks

ICSEI encourages its members to establish relationships with others in the organisation who are interested in similar areas. At the 2006 ICSEI Conference in Fort Lauderdale, 3 formal networks were launched. Since that time, 2 more networks have been established.

7.1 Creation of ICSEI Networks

- ICSEI networks may be established with a request signed by at least 5 members in good standing of ICSEI and the approval of the Board
- ICSEI networks operate at the discretion of the Board and in accordance with the Constitution
- The Board may, at their sole discretion, disband an ICSEI Network

7.2 Governance of ICSEI Networks

- ICSEI networks are organised and coordinated by Network Coordinators, identified by the group assembled at the Annual Network Meeting
- Communications distributed by networks must include the President and the Executive Director

7.3 Rights of ICSEI Networks

- ICSEI Networks are entitled to identify themselves as such in public documents and forums.
- Time slots are allocated at the Annual Conference for ICSEI network presentations and network meetings
- ICSEI Network Coordinators are invited to attend a portion of the first board meeting held in conjunction with the Annual Conference

7.4 Records of ICSEI Networks

- Each ICSEI network will prepare and submit a report for the Annual General Meeting detailing the activities and decisions of the network during the past year
- Records of events will be also placed on the ICSEI Website

8 Contents of ICSEI Website

- Website content will include information about governance, conference, publications, ICSEI Networks, membership, research and other items that the Board deems appropriate to be included on the website.

9 ICSEI Publications

9.1 Print Publications

- The Board will authorise from time to time the authoring and publishing of resources for the membership and wider education community
- The Board through the Secretariat will from time to time authorise partnerships with publishers and the like to provide resources or the membership and the wider education community

9.2 Digital Publications

- The Board will authorise from time to time the authoring and publishing of digital resources for the membership and wider education community
- The Board through the Secretariat will from time to time authorise partnerships with publishers and the like to provide digital resources or the membership and the wider education community

10 ICSEI Communications and Branding

10.1 Communications

- The President or appointed delegate will approve ICSEI communications including the newsletter and the conference brochure

10.2 Branding

- The ICSEI Logo can only be used with the permission of the Executive Director

11 The ICSEI Constitution

- A review of the Constitution will be at the discretion of the Board
- Any changes to the Constitution must be first approved by the Board who will take the recommended changes to the membership to be ratified at the Annual General Meeting or at a Special General Meeting
- The ICSEI Board may from time to time update the Bylaws that detail the procedures the Board must follow to conduct business in a legal and orderly manner. The Bylaws provide further definition to the Articles of the Constitution and can be changed to support organisational changes. The Bylaws cannot contradict the Constitution and will generally contain specific information on the following topics:
 - Membership (selection requirements, resignations, expulsion, rights and duties)
 - Dues (amount and collection procedures, any special fees, when payable)
 - Duties of Officers (powers, responsibilities, specific job descriptions, procedures for filling unexpired terms of office, removal from office)
 - Executive (structure, composition, powers)
 - Committees (standing, special, how formed, chairpersons, meetings, powers, duties)
 - Order of Business (standard agenda for conducting meetings)
 - Amendment Procedures (means of proposals, notice required, voting requirements)
 - Other specific policies and procedures unique to your organization necessary for its operation