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3
4 NATIONAL BLACK COUNCIL OF SCHOOL BOARD MEMBERS BYLAWS
5

6 ARTICLE I: NAME AND PURPOSE
7

8 **Section 1. Name**
9

10 The name of this organization shall be the National Black Council of School Board Members,
11 and shall be referred to as the “National Black Council” (NBC). Pursuant to Article XVI of the
12 Constitution and Bylaws of the National School Boards Association, hereafter “NSBA,” the
13 National Black Council has been established as a Council, effective July 1, 2006.
14

15 **Section 2. Mission**
16

17 The mission of the National Black Council is to promote the goals and vision of the National
18 School Boards Association (NSBA) and to provide leadership and a foundation to school board
19 members for student educational opportunities through collaboration with key stakeholders
20 to foster excellence and equity in public education.
21

22 The primary purposes of this organization are to:
23

- 24 a. Promote and advance equitable educational access and opportunities for African-
25 American children through the active engagement of Council members in national
26 dialogue on educational problems, issues and concerns in conjunction with the
27 National School Boards Association and other national organizations committed to the
28 continued growth and development of children of color.
29
- 30 b. Improve collaboration among all NBC school board members, their communities,
31 political leaders, state school boards associations, tribal education communities, and
32 NSBA.
33
- 34 c. Provide education and information to members and/or interested parties on unique
35 challenges and opportunities faced by African-American students throughout the
36 country.
37
- 38 d. Provide leadership by encouraging the most desirable and effective communication
39 between school board members, their local school board, communities, national and
40 state boards associations relating to African-American students;
41

- e. Promote school district, LEA, county, state, and national legislation to improve the educational opportunities and reduce racial disparities of Black students in public schools.
- f. Study the development and academic achievement of all youth with special consideration of the unique needs of African-American youth within public schools.

ARTICLE II: MEMBERSHIP

All members shall support the purpose of the Council as set forth in Article I.

Section 1. Regular Membership

- a. Regular membership shall be open to any publicly elected or appointed member of any local school district Board of Trustees, Board of Education or State Board of Education within the fifty states, the District of Columbia, the U.S. Virgin Islands and any other person, within the United States territory who is a member in good standing of his/her state association.
- b. Regular members in good standing shall have the right to:
 - i. vote on all matters before the National Black Council as provided for in these bylaws;
 - ii. hold any office or committee position upon due election or appointment.

Section 2. Associate Membership

- a. Associate membership shall be open to any educator, school administrator, or other individual interested in and supportive of the purposes and goals of the National Black Council.
- b. Associate members shall:
 - i. not have the right to vote or hold any office in the National Black Council;
 - ii. have the right to serve on National Black Council committees as provided in these bylaws.

Section 3. Honorary Membership

- a. The Board of Directors of the National Black Council may award honorary membership in the Council as it deems appropriate. Honorary membership shall also be open, upon request, to any Past Chair of the National Black Council who no longer holds office on a local school board.
- b. Honorary members shall:
 - i. pay no dues;
 - ii. not be entitled to vote or hold an office in the Council;

1 iii.have the right to serve on National Black Council committees as provided in
2 these bylaws.

3
4 **Section 4. Corporate Membership**

- 5
6 a. Corporate Members shall:
7 i.Consist of a corporation, organization, association, firm, business, school district
8 and/or entity that is interested in promoting the purposes of the Council;
9 ii.Not be entitled to vote or hold an office in the Council;
10 iii.May serve on committees, subject to approval by the Board of Directors.

11
12 **Section 5. Revocation of Membership**

- 13
14 a. Membership in the National Black Council, for any category of membership except—
15 regular voting membership, may be revoked for good cause by a majority vote of the
16 Board of Directors of the National Black Council.
17
18 b. Regular voting membership may be revoked for good cause only by a majority vote of
19 the general membership present, with due notice and opportunity to be heard being
20 given to the affected member at the Annual Business Meeting.
21
22 c. Dues shall be forfeited upon removal from membership.

23
24 **Section 6. Dues Payment**

- 25
26 a. In order to be in good standing, a member’s dues must be paid in full.
27
28 b. No member whose dues are delinquent shall be entitled to vote. In order to vote at
29 the NSBA Annual Conference membership dues must be paid in full by March 1.
30
31 c. Dues schedule, including amount and timing of payment shall be established by NSBA.

32
33
34 **Section 7. Fiscal Year**

35
36 The fiscal year of the National Black Council shall be from January 1 through December 31 of
37 each year.

38
39 **Section 8. Voting Rights**

- 40
41 a. Each regular member in good standing shall be entitled to one (1) vote at all
42 meetings of the Council in all matters properly presented and discussed before the
43 membership.
44
45 b. Voting by proxy is not permitted.
46

- 1 c. Decisions by the Council shall be by a majority of those present except for bylaws
2 changes, which shall be made in accordance with provisions of Article VIII.
3

4 **Section 9. Meetings and Elections**
5

- 6 a. The Annual Business Meeting of the National Black Council general membership
7 shall be convened at the annual conference of the National School Boards Association.
8
9 b. The date and time of the Annual Business Meeting shall be determined by the Board
10 of Directors of the National Black Council in conjunction with NSBA staff.
11
12 c. Voting by proxy or absentee voting shall not be permitted at any National Black
13 Council-meeting.
14
15 d. National officers and regional directors shall be elected by the general membership at
16 the annual business meeting of the National Black Council. Officers shall take office
17 immediately upon election.
18
19 e. In addition to the annual business meeting, the Board of Directors shall hold at least
20 three meetings per year. Meetings may be held via conference call or other electronic
21 means, provided that all members of the board are notified at least 72 hours prior to
22 the meeting of the date, time, and purpose thereof.
23
24 f. All NBC Board of Directors are expected to attend all scheduled NBC conference calls
25 and meetings. In the event of two or more absences in a fiscal year, excused or
26 unexcused, which, in the judgment of the Board of Directors, limits a member's
27 effectiveness, the Board of Directors reserves the right to declare the seat vacated by
28 a vote of the majority. Prior to such action, however, the Board of Directors shall notify
29 the member that because of his or her attendance record, further absence may result
30 in such action.
31

32 ARTICLE III: GOVERNANCE
33

34 **Section 1. Board of Directors**
35

- 36 a. The Board of Directors of the National Black Council shall consist of four (4) officers
37 and five (5) regional directors.
38 i. The term of office for each shall be two (2) years.
39 ii. Each officer and director shall serve until the selection and installation of his or
40 her successor is fulfilled during the annual business meeting, or until removal.
41 iii. The NSBA Executive Director and NSBA President shall serve as *ex-officio*,
42 non-voting members of the Board.
43
44
45

1 **Section 2. Executive Committee**

- 2
- 3 a. The officers of the National Black Council shall be the Chair, Chair-Elect, Secretary,
- 4 and Immediate Past Chair, who shall comprise the Executive Committee of the
- 5 Board of Directors.
- 6
- 7 b. The Chair-Elect will automatically ascend to the position of Chair at the-conclusion of
- 8 the annual business meeting of the National Black Council at the NSBA Annual
- 9 Conference.
- 10 c. The NSBA Executive Director and NSBA President shall serve as *ex-officio*, non-
- 11 voting members of the Executive Committee.
- 12

13 **Section 3. Regional Directors**

- 14
- 15 a. The five (5) Regional Directors of the National Black Council shall be representative of
- 16 the five NSBA geographical regions as follows:
- 17
- 18 i.**Central Region:** Illinois, Indiana, Iowa, Kentucky, Michigan, Minnesota,
- 19 Missouri, Ohio, and Wisconsin.
- 20 ii.**Northeast Region:** Connecticut, Delaware, District of Columbia, Maine,
- 21 Maryland, Massachusetts, New Hampshire, New Jersey, New York,
- 22 Pennsylvania, Rhode Island, Vermont, and Virgin Islands.
- 23 iii.**Pacific Region:** Alaska, Arizona, California, Hawaii, Idaho, Nevada, Oregon,
- 24 Utah, and Washington.
- 25 iv.**Southern Region:** Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi,
- 26 North Carolina, South Carolina, Tennessee, Texas, and Virginia.
- 27 v.**Western Region:** Colorado, Kansas, Montana, Nebraska, New Mexico, North
- 28 Dakota, South Dakota, Oklahoma, and Wyoming.
- 29
- 30 b. Beginning in Fiscal Year 2007 as set forth below, Regional Directors shall serve a two-
- 31 year term and their regular election cycle shall be staggered as follows:
- 32
- 33 Central, Northeast, Western
- 34 Pacific and Southern
- 35
- 36 c. Regional Directors shall:
- 37 i. participate in matters before the National Black Council Board of Directors;
- 38 ii. promote and encourage participation in the activities and annual conference of
- 39 the National Black Council, and in activities of the National School Boards
- 40 Association;
- 41 iii. act as spokespersons of the National Black Council in their region when
- 42 requested to do so by the Chair or the Executive Committee;
- 43 iv. serve as members of the Membership Committee;
- 44 v. perform such other additional duties as determined and assigned by the National
- 45 Black Council Chair.

1
2 **Section 4. Duties and Powers**

3
4 Where appropriate the duties of the Officers shall be carried out with the assistance of NSBA
5 Staff. The duties and powers of the Officers shall be as follows:

6
7 Chair

- 8
9 a. The Chair shall preside at all meetings of the National Black Council and of the
10 Executive Committee and Steering Committee.
11
12 b. The Chair shall appoint all members of any standing or special committees of the
13 National Black Council and shall be deemed a member of all such committees, except
14 that the Chair shall not be a member of the Nominating Committee.
15
16 c. The Chair shall perform any other duties as may be prescribed by the general
17 membership.
18
19 d. The Chair shall be the primary spokesperson for the National Black Council.

20
21 Chair-Elect

- 22
23 a. The Chair-Elect shall perform the duties of the Chair in the event the Chair is ~~disabled~~
24 ~~and~~ unable to act, is removed, or abandons the office.
25
26 b. The Chair-Elect shall have primary responsibility for the organization and
27 implementation of the National Black Council programming at the NSBA Annual
28 Conference.
29
30 c. Additional duties shall be determined and assigned by the Chair.

31
32 Secretary

- 33
34 a. The Secretary shall work with NSBA Equity Staff to coordinate, prepare and keep all
35 minutes of the Council and see that all required notices and announcements of
36 meetings are duly given in accordance with the provisions of these bylaws
37
38 b. The Secretary shall be the custodian of records of the National Black Council;
39
40 c. Additional duties may be determined and assigned by the Chair or the Board of
41 Directors.

42
43 Immediate Past Chair

- 44
45 a. The Immediate Past Chair shall serve as the chair of the Nominating Committee and
46 as a member of the Policies and Resolutions Committee.

- 1
2 b. The Immediate Past Chair shall serve as Parliamentarian.
3 c. Additional duties may be determined and assigned by the Chair or the Board of
4 Directors.

5
6 **Section 5. Duties of the Executive Committee**

- 7
8 a. The Executive Committee shall act on behalf of the National Black Council between
9 meetings of the Board of Directors.
10
11 b. The Executive Committee shall meet upon the call of the Chair, or upon the call in
12 writing of any three (3) members of the Executive Committee.
13 c. The Executive Committee may meet via conference call or other electronic means.
14
15 d. All actions of the Executive Committee are subject to ratification by the Board of
16 Directors at the next Board of Directors meeting.
17

18 **Section 6. Duties of the Board of Directors**

- 19
20 a. The Board of Directors shall act on behalf of the National Black Council between
21 meetings of the general membership.
22
23 b. The Board of Directors shall meet upon the call of the Chair, or upon the call in
24 writing of any five (5) members of the Board of Directors.
25
26 e. The Board of Directors shall hold at least three meetings a year.
27

28 **Section 7. Eligibility.**

29
30 In order to serve on the NBC Board of Directors, an officer or regional director shall meet the
31 following qualifications:

- 32
33 a. A regular member of NBC, with all dues paid in full.
34
35 b. Each officer and regional director with the exception of the Immediate Past President
36 shall be a duly elected or appointed member of a school district board of trustees,
37 board of education, or state board of education.
38
39 c. A school board member in a district that is a member in good standing of the state
40 school boards association.
41 i. This requirement must be met prior to each term by submitting letter of
42 recommendation from his/her state association.
43
44 d. A member of the state Black caucus (if applicable)
45

- 1 e. If any of these conditions are violated while the Board of Directors member is in office,
2 the position will be considered vacant.
3
4

5 **Section 8. Term Limits**
6

- 7 a. A regional director shall be elected to serve no more than two consecutive terms.
8
9 b. An elected officer shall be elected to serve no more than one two-year term in the
10 same office.
11

12 **ARTICLE IV: STANDING COMMITTEES**
13

14 **Section 1. Nominating Committee**
15

- 16 a. The designee of the Chair, in the absence of the Immediate Past Chair, shall serve as
17 Chairperson of this Committee. Nominations for Board of Director positions must be
18 submitted by Council members to the Nominating Committee chair a minimum of
19 sixty (60) calendar days prior to the election of officers.
20
21 ~~b.~~ The Nominating Committee shall submit a slate of recommended candidates for each
22 position at the annual business meeting of the Black Council.
23
24 c. The Nominating Committee shall conduct itself and shall discharge its duties
25 according to the standing rules duly adopted by the Board of Directors.
26
27 d. Nominations also may be made from the floor at the Annual Business Meeting.
28
29

30 **Section 2. Bylaws Committee**
31

- 32 a. The designee of the Chair shall serve as Chairperson of this Committee.
33
34 b. The Bylaws Committee shall include the Secretary, two (2) Regional Directors, to be
35 selected by the Chair of the Committee, and others as appointed by the Chair.
36
37 c. The Bylaws Committee shall present recommendations for approval by the Board of
38 Directors for presentation to the general membership.
39

40 **Section 3. Policies and Resolutions Committee**
41

- 42 a. The designee of the Chair shall serve as Chairperson of this Committee.
43
44 b. The Policies and Resolutions Committee shall include Chair, Immediate Past Chair,
45 and up to two other council members others as appointed by the Chair.
46

- 1 c. The Policies and Resolutions Committee shall present recommendations for approval
2 by the Board of Directors prior to submission to the NSBA Policies and Resolutions
3 Committee.
4

5 **Section 4. Membership Committee**
6

- 7 a. The designee of the Chair shall serve as Chairperson of this Committee
8
9 b. The Membership Committee shall include the five (5) regional directors.
10
11 c. The Membership Committee shall make recommendations on strategies for
12 maintaining and increasing membership.
13

14 **Section 5. Elections Supervisory Committee**
15

- 16 a. The Chair shall appoint a committee to supervise the election of officers and directors.
17
18 b. The committee shall be comprised of five (5) members, one from each region, but
19 shall not include officers, directors or candidates for Council office.
20

21 ARTICLE V: REMOVAL OF OFFICERS AND DIRECTORS
22

23 **Section 1. Removal**
24

25 Any Officer or Director who has not represented the best interests of the National Black
26 Council shall be removed from office, for good cause, by majority vote of the general
27 membership present or the NSBA Board of Directors. Such removal and vote shall be taken
28 only at a duly convened meeting of the general membership or the NSBA Board of Directors,
29 with due notice and opportunity to be heard being given to the affected member.
30

31 ARTICLE VI: VACANCIES
32

33 **Section 1. Vacancies**
34

- 35 a. The Chair, with the consent and confirmation of the Board of Directors, shall fill
36 vacancies occurring in any office, except for the office of Chair or Chair-Elect. Such
37 appointee shall serve the unexpired term of that office.
38
39 b. If there is a vacancy for any reason in the office of Chair, the Chair-Elect shall succeed
40 —to the office immediately and shall have all the powers and perform all the duties of
41 the office. The Chair-Elect shall serve a full term as Chair upon completing the
42 remainder of the term caused by the vacancy. However, a person filling an unexpired
43 said Chair’s term may serve and hold that respective seat on the NSBA board until the
44 end of the next Delegate Assembly Meeting of NSBA in addition to his/her own two-
45 year term.
46

1 c. If there is a vacancy for any reason in any office which cannot be filled by these
2 provisions for succession to office, the Board of Directors shall appoint from its own
3 —membership an officer *pro tempore* to perform the duties of the vacated office until
4 the office is filled by an election by the general membership at the Annual Business
5 Meeting of the National Black Council.

6
7 d. Any Director appointed to fill a vacancy shall be eligible to serve two full terms as
8 director upon completing the remainder of the term caused by the vacancy.

9
10 ARTICLE VII: PARLIAMENTARY AUTHORITY

11
12 **Section 1.**

13
14 The most recent edition of *Robert's Rules of Order* shall be the official parliamentary authority
15 for the National Black Council when not in conflict with these bylaws.

16
17 ARTICLE VIII: AMENDMENTS

18
19 **Section 1. Amendments**

20
21 These bylaws may be amended only by vote of the general membership. A two-thirds (2/3)
22 vote of those voting shall be required to approve amendments to these bylaws before
23 submitting to the NSBA Board of Directors for final approval.

24
25 These bylaws are intended to permit the Council to carry out duties in its advisory capacity to
26 NSBA consistent with the emphasis on black students. These bylaws may be amended at any
27 time by the super majority vote of the members who are present at a duly held meeting,
28 provided that written notice of the meeting and of the proposed amendment shall be given
29 to each member not less than ten (10) calendar days nor more than thirty (30) calendar days
30 before any meeting of the Council at which an amendment of the bylaws is to be adopted.

31
32 **Section 2. Adoption**

33
34 These bylaws of the National Black Council of School Board Members of the NSBA shall be
35 effective upon signature of the President of both the Council and NSBA.

36
37 **Section 3. Review**

38
39 The bylaws shall be reviewed and revised accordingly at least every three years.

40
41 ARTICLE IX: QUORUM

42
43 A quorum shall consist of:

44
45 a. Fifty (50) percent of the full voting membership of the Board of Directors or
46 Executive Committee, or

1
2 b. Ten (10) percent of the full voting membership of the National Black Council.
3

4 Article X. Dissolution of the Black Council
5

6 **Section 1. Dissolution**
7

8 Should this organization be dissolved or terminated in any manner, all real and personal
9 property shall be held for use of its successor organization. In no case shall any real or personal
10 property, or proceeds from the sale thereof, be retained to the pecuniary benefit of any
11 member of the Council. In case of any eventuality not covered in this document, the Executive
12 Committee of the Council is empowered to dispose of such assets in the best interest of the
13 Council.
14
15

16 _____
17 Policy History: Approved by NSBA Board September 8-9, 2006, Clearwater, Florida
18 Approved by NSBA Board June 5, 2009, Alexandria, Virginia
19 Approved by NSBA Board September 23, 2010, Detroit, Michigan
20 Approved by NSBA Board June 6, 2014, Alexandria, Virginia
21 Reviewed and Approved at the Annual NBC Business Meeting,
22 March 25, 2017
23 Approved by NSBA Board December 5, 2017, Atlantic City, New
24 Jersey
25 Reviewed and Approved by NSBA Board October 5, 2019, Columbia,
26 South Carolina