

Tennessee Principals Association



**Constitution, Bylaws & Policy Review
DRAFT - 9/24/25**

CONSTITUTION

TENNESSEE PRINCIPALS ASSOCIATION

Article I – Name

This organization shall be known as the Tennessee Principals Association. The Tennessee Principals Association is affiliated with the National Association of Elementary School Principals.

Article II – Purpose

The purpose of this organization shall be (1) to support Tennessee principals in order to enhance professional skill level, (2) to empower Tennessee Principals and to build leadership capacity, and (3) to connect Tennessee Principals to expand professional networks.

Article III – Membership

Membership is open to those persons who support the purpose and pay the dues of the Tennessee Principals Association and other appropriate national organizations and are either (1) principals, assistant principals, or former principals, (2) engaged in the administration and supervision of public or private schools, (3) employed in professional work related to the school principalship, or (4) aspiring principals.

Article IV – Officers

Section 1. Elected Officers (Executive Committee): The elected officers of the association shall be: (1) president; (2) president-elect; (3) vice-president; (4) immediate past-president; (5) and NAESP State Representative.

Section 2. Appointed Officers to serve on Executive Committee:

- A. The executive director and associate director shall be confirmed by the Executive Committee.
- B. The treasurer shall be appointed by the Executive Committee and shall serve on a fiscal year basis.
- C. The secretary shall be appointed annually by the Executive Committee.

Section 3. Terms of office: The terms of office of the president, president-elect, vice-president and immediate past-president shall be one year. The term of office of the NAESP State Representative shall be three years, not to exceed two consecutive terms. The elected officers shall assume office on the first day of July following their election and shall hold office until their successors have assumed office.

Section 4. Succession to office and filling vacancies:

- A. President: The president-elect shall assume the office of president at the expiration of the incumbent president's regular term. Should a vacancy occur it shall be filled by the president-elect who shall also complete the term as president to which previous election as vice president entitles. If
- B. President-elect: The vice-president shall assume the office of the president-elect at the expiration of the incumbent president elect's regular term. Should a vacancy occur it shall be filled by the vice-president who shall complete the term.

- C. Vice President: The Executive Committee shall appoint a replacement to serve until the next election.
- D. Other vacancies: In the event other vacancies occur in the Executive Committee, the Executive Committee shall choose replacements to serve until the next election.

Article V – Executive Committee – Board of Directors

Section 1. The Executive Committee of the association shall consist of the president, president-elect, vice-president, immediate past-president, and the NAESP State Representative. The executive director, **associate director**, treasurer and secretary will serve as ex-officio members of the Executive Committee.

Section 2. The Board of Directors of this association shall consist of those mentioned in Article V – Section I (the Executive Committee), the district directors, and the chair of all standing committees. Also, any elected National Affiliate Association officer from the state of Tennessee shall be invited as a non-voting ex-officio member of the Board of Directors during their term of office.

Article VI – Meetings

Section 1. A business meeting of this association shall be held annually in conjunction with the TPA Annual Conference.

Section 2. Special business meetings may be called by the president, **executive director**, or by request of majority of the Executive Committee. Such meetings shall be made known to the membership. The meeting shall be advertised no less than thirty days prior to the meeting.

Article VII – Amendments

Section 1. This Constitution may be amended at any board of directors meeting or annual business meeting of this association by a two-thirds vote of the members present and voting. The by-laws of this Constitution may be amended by a majority vote of members present and voting at any business meeting.

Section 2. Proposed amendment of this Constitution and its by-laws may be presented by any member or members of this association to the board of directors. The proposed amendment must be accompanied by a minimum of 10 signatures from members of the association. Any amendment must be presented to the board of directors and membership at least 30 days prior to the scheduled business meeting noted on the TPA Calendar of Events.

BY-LAWS

TENNESSEE PRINCIPALS ASSOCIATION

Article I – Rules of Order

Robert's Rules of Order (the most recently revised edition) shall govern the meetings of the association, the officers and committees.

Article II – Dues

Section 1. The state dues for this association will be set by the Board of Directors.

Section 2. The TPA membership year shall be determined by the Board of Directors (currently September 1 – August 31). TPA dues are due and payable by September 1. Loss of membership shall occur if dues are not paid within sixty (90~~60~~) days of the due date. Upon payment of dues, membership is reestablished for the current membership year.

Article III – Duties of Officers

Section 1. The president shall (a) serve as chief executive officer of the association, (b) preside at meetings of the association, the Executive Committee and the Board of Directors, (c) serve as an ex-officio member of all commissions of the association, (d) carry out those duties customarily assigned by the Constitution, By-laws and policies of the Board of Directors, and (e) perform such other duties as customarily to the office.

Section 2. The president-elect shall (a) preside in the absence of the president, (b) ~~be responsible for the Association's Conferences,~~ (c) carry out those duties assigned by the Constitution, By-laws and policies of the Board of Directors.

Section 3. The vice-president shall (a) make a report of the annual audit of the accounts of the treasurer at the annual business meeting of the association, (b) chair the budget committee, and (c) carry out those duties assigned by the Constitution, By-Laws and policies of the Board of Directors.

Section 4. The immediate past-president shall (a) serve as the chair of the nominating committee, (b) serves as the point of contact for candidate selection and notification, (c) presides over meetings in the absence of the president and president-elect, ~~(d) maintain currency of all governance documents including the constitution, by-laws, policies and board member responsibilities, (e)~~ and advise and assist the Executive Committee and Board of Directors.

Section 5. The NAESP State Representative shall (a) serve as the membership liaison between NAESP and TPA, (b) oversees membership growth for the state, (c) and serve as a membership director for any vacant TPA membership district.

Section 6. The treasurer shall (a) account for income and expenditures, (b) ~~work with the executive director to~~ make quarterly financial reports to the president and executive director (c) make financial reports of the same at Executive Committee/Board of Directors meetings, (d) make the books of the Association available for audit at the direction of the President, (e) carry out those duties assigned by the Constitution, By-laws and policies of the Board of Directors.

Section 7: The secretary shall (a) keep the minutes of all meetings of the association and (b) carry out those duties assigned by the Constitution, Bylaws and the policies of the Board of Directors.

Section 8: The executive director shall (a) supervise and coordinate the administrative, editorial, publicity, financial and professional activities of the association, (b) advise and assist the officers, Board of Directors and committees in carrying out the program of the association, (c) carry out those duties assigned by the Constitution, By-laws and policies of the Board of Directors.

Section 9: The associate director shall (a) assist with supervision and coordination of the administrative, editorial, publicity, financial and professional activities of the association (b) advise and assist the officers, Board of Directors and committees in carrying out the program of the association, (c) maintain currency of all governance documents including the constitution, by-laws, policies and board member responsibilities, (d) carry out those duties assigned by the Constitution, By-laws and policies of the Board of Directors.

Section 10: The director of professional learning...

Article IV – Standing Committees

The standing committees of the association among others may include, but are not limited to: advocacy, membership, publication, legislation, conference, research development, middle schools, high schools, diversity, private schools, technology, and member services. The chairman and members of each committee shall be recommended for appointment by the president at the beginning of their term of office for approval by the Executive Committee. The president may recommend special committee appointments to be approved by the Executive Committee to function for the period of this term. ~~off~~
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Article V – Official NAESP Delegate

TPA/NAESP State Representative shall serve as the official voting delegate to NAESP on behalf of Tennessee members. If necessary, proxy to vote shall be given to the state president or other officer in line of succession.

Article VI – Governance of Funds

Section 1. The TPA Fiscal year shall be January 1 through December 31.

Section 2. All disbursement checks shall be signed by the treasurer and other person(s) designated by the Executive Committee. The signature card(s) of all monied accounts of the Association shall carry the signature of at least two elected officers of the Association in addition to the treasurer and designated counter signee(s).

Section 3. TPA will collect appropriate dues which will be forwarded to NAESP upon quarterly billing.

Section 4. Audit of Association Monies – Audits shall be conducted by a committee appointed by the Executive Committee. The vice-president will serve as chairman of the audit committee.

- a. An audit of conference financial records shall occur within forty-five (45) days of the close of the conference.
- b. An audit of all funds handled by the Association treasurer will be conducted annually and reported by the vice-president to the membership present at the

- annual business meeting of the Association.
- c. Income tax shall be filed annually

Section 5. Long-term Reserve Fund – TPA shall make every effort to maintain a long-term reserve fund in which one year of operational costs are held in reserve. Access to these funds can only occur through a vote and action of Executive Committee

STATEMENT OF POLICIES

TENNESSEE PRINCIPALS ASSOCIATION

Policy Statement 100.0 Officers

100.1 These officers of the Association shall be elected:

- President
- President-elect
- Vice President
- Past President
- NAESP State Representative

100.2 All elected officers of TPA (Tennessee Principals Association) shall be active principals and members in good standing of TPA and the appropriate National Affiliate.

100.3 The vice-president shall be elected each year.

100.4 The state representative shall be elected every three years.

Policy Statement 101.0 District Directors

101.1 The district directors shall be appointed to two-year terms not to exceed two consecutive terms by the Executive Committee commencing in 2018. A record of appointments will be maintained in the TPA Handbook and on the association's website.

Policy Statement 200.0 Nominating Committee

200.1 The Nominating Committee shall be elected at the business meeting of the membership at the Annual Conference.

200.2 Composition of the Nominating Committee:

- The Chairperson of the Committee shall be the past president
- The Committee shall consist of a minimum of 5 members: president at ex-officio member, past president, and at least 3 members elected at the business meeting. The members shall reflect diversity and represent each of the three grand divisions of Tennessee.
- Committee Members at the time of their nominations shall ~~have been~~ be members in good standing of TPA.

200.3 Duties of the Nominating Committee

200.31 The Nominating Committee shall receive nominations for vice-president each year. Consideration shall be given to the diversity needs of the Association.

200.32 For the vice-presidential nomination, consideration should be given to the past Executive Committee/Board members and members who have served as chairpersons of standing committees or other committees because of their first-hand knowledge of Association concerns.

200.33 The Committee shall take nominations every three years for NAESP State Representative in accordance with NAESP guidelines.

200.34 The Committee Chairperson shall be responsible for ascertaining the eligibility of the prospective candidates and for notifying nominees before presenting the proposed slate to the TPA Board of Directors.

200.35 The Committee shall be responsible for the election procedures. Electronic ballots will be sent to each eligible member of TPA no later than April 1st. Voting should end no later than April 30th.

200.36 The ballot shall be accompanied by a short description (100 words or less) of each candidate and the deadline for voting.

200.37 The Nominating Committee Chair shall notify the candidates of the election results in a timely manner.

Policy Statement 300.0 Nominees

300.1 All nominees must be TPA members in good standing.

300.2 Nominees may not be members of the Nominating Committee.

Policy Statement 400.0 Official Association Functions

400.1 The following are designated as official Association functions. Association officials attending these functions shall be eligible for full or partial reimbursements upon availability of funds as determined by the Executive Committee.

- National Leaders Conference
- NAESP Conference
- State Executive Conference
- TPA Executive Committee Meetings
- Board of Directors Summer Planning Meeting

400.2 The funds for the president of the Association shall take priority.

Policy Statement 500.0 Reimbursements

The official purpose of this section is to establish policies for reimbursing a member's expenses while on official business of the Association.

500.1 Travel/lodging shall have prior approval of the Executive Director. Committee

500.2 The following members shall be eligible for reimbursement:

President
President-elect
Vice President
Secretary
Treasurer
NAESP State Representative
Executive Director
Associate Director
Executive Committee/board members
Other Association members by Board action only

500.3 Joint reimbursement by NAESP/TPA. In the event expenses are reimbursable by NAESP, by other association(s) or by local board(s) of education, members may file only for reimbursement by TPA expenses not covered.

500.4 Reimbursement rate

- Transportation: 0-150 miles state rate up to \$100.
- Over 150 miles air fare (coach rate) or state rate whichever is the lesser of the two.
- ~~lodging~~ (Not more than single room rates).
- ~~If meals are not included, a per diem may be provided.~~

Policy Statement 600.0 Awards

During the course of the year, TPA may present awards for service.

600.1 ~~The executive director Awards to be presented~~ shall be responsible for the preparation of all awards, including plaques and certificates.

600.2 Awards shall be presented by the president during the annual Conference and shall be recorded in the minutes of the Association.

600.3 Types of services that may be recognized include but not limited to: Board Service, Chairpersons, member or non-member Meritorious Service, Friend of Education, and National Distinguished Principal. –Awards to be presented shall be determined by the Executive Committee.

- The president of TPA shall receive a plaque of appreciation upon the completion of his or her tenure as president.
- The state representative shall be presented a plaque upon completion of his or her tenure as state representative.
- The individual(s) selected shall have distinguished themselves by rendering outstanding service to the Association.

600.4 The award(s) shall be presented at the annual Conference and recorded in the minutes of the Association.

TPA Constitution, By-Laws, and Policy Statements revised on ~~Insert Date~~