

Washington State Association of County Auditors (WSACA) By Laws

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Article I Name and Purpose

Section 1 Name

This Association shall be known as the Washington State Association of County Auditors (WSACA).

Section 2 Purpose

The purposes of WSACA shall be as follows:

- to foster and maintain relationships among the County Auditors of WA State;
- to create consistency among the 39 County Auditor's offices;
- to provide a forum for the study and discussion of subjects vital to the County Auditor's Office;
- to provide a means for the formulation and advocacy of legislation;
- to provide liaison functions with state agencies;
- to collaborate with all county officials to improve laws affecting county government; and
- to work closely with the Washington Association of County Officials (WACO).

Article II Membership

Section 1 Membership Eligibility

Membership in this Association shall be open to:

- any person holding the office of County Auditor in the State of Washington; and
- any charter county department head whose major responsibilities are election administration, recording, motor vehicle and vessel licensing, expenditure accounting and finance, or any combination of those functions.

Section 2 Membership Status and Dues

- Auditors automatically become members of the Association once elected or appointed to public office.
- Annual membership dues shall be established by the Executive Board.
- In addition, each member may be charged a registration fee at conferences, as determined by the Committee Chairs and the Executive Board.
- A member is considered to be "in good standing" so long as membership dues are paid. A member must be "in good standing" in order to vote or hold a position in WSACA.

Section 3 Member and/or Officer Resignation

Any member or officer may resign at any time by delivering written notice to the President, the Vice President, the Secretary, the Treasurer, or the Executive Board, or by giving oral or written notice at any meeting of the Association. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4 Membership and/or Officer Revocation

Any member, officer or director, elected or appointed, may be removed by a three-fourths (3/4) vote of the members of the Association whenever, in their judgment, the best interests of the Association would be served thereby.

Article III Government

Section 1 Governing Structure

The government of this Association shall be vested in the membership thereof; except as otherwise provided in these Bylaws.

Only members shall be qualified to hold office, vote or otherwise participate in the government of this Association.

Section 2 Officers

The officers of the Association shall be:

- president;
- vice-president;
- secretary; and
- treasurer.

Section 3 Terms and Salaries

The officers of the Association shall be elected at the Auditors' annual conference and serve one (1) year terms, without salary, and/or until their successors are elected. Each biennium, a delegate, to the Washington Association of County Officials' Board of Trustees shall be elected for a two (2) year term.

In the event a vacancy should occur in any elected position, the procedure shall be followed as in Article III, Section 10 Vacancies.

Section 4 Officer Duties

The duties of the officers shall be as follows:

- The President shall be the executive officer of this Association and shall preside at all meetings of the members and the Executive Board. He/she shall be an ex-officio member of all committees and in general shall perform all duties incidental to the office of President.
- The Vice-President shall perform such duties as may be assigned to him/her by the President or the Executive Board.
- The Treasurer shall be the custodian of the funds of the Association, review and keep the financial records, collect all moneys from members, and provide quarterly and annual financial statements to the Executive Board.
- The Secretary shall keep the official records of the activities and proceedings of the Association in the form of minutes. The Secretary shall make available minutes of all WSACA meetings.

Section 5 Executive Board, Duties, and Quorum

The Executive Board shall consist of:

- president;
- vice-president;
- secretary;
- treasurer;
- immediate past president;
- Auditors' WACO representative; and
- four district directors.

Article III Government

Section 5 Executive Board, Duties, and Quorum - continued

The duties of the Executive Board shall be empowered to conduct the business of the Association. The Board shall meet quarterly and at the call of the president, or in his/her absence, the vice-president.

A quorum shall consist of at least five (5) Executive Board Members.

Approval of contracts for conferences and events is delegated to the President. The Executive Board shall approve all other contracts and agreements for the Association and shall oversee WSACA sponsored conferences and events.

The Executive Board shall be responsible to adopt an annual budget.

Section 6 WACO Representative

The WACO Representative shall serve as a liaison between WSACA and WACO, attending relevant meetings and reporting to the membership.

Section 7 District Directors

A District Director shall be elected from each district and shall also serve on the Executive Board. The four District Directors shall be elected by members of their respective districts.

The District Directors shall call district meetings at least annually for the purpose of Association business. Attendance may be in person, telephonic, or other electronic method, as established by the District Director.

District Directors shall serve as a mentor for new County Auditors and perform any other duties assigned by the President.

The Washington State Association of County Auditors shall be divided into four districts as follows:

Eastern	Central	Northwest	Southwest
Adams	Benton	Clallam	Clark
Asotin	Chelan	Island	Cowlitz
Columbia	Douglas	Jefferson	Grays Harbor
Garfield	Ferry	King	Lewis
Lincoln	Franklin	Kitsap	Mason
Pend Oreille	Grant	San Juan	Pacific
Spokane	Kittitas	Skagit	Pierce
Stevens	Klickitat	Snohomish	Skamania
Walla Walla	Okanogan	Whatcom	Thurston
Whitman	Yakima		Wahkiakum

Article III Government

Section 8 Quorum

At the Association's regular or special meetings, a quorum shall be no fewer than 16 WSACA members, as members are defined in Article II.

Members who appear telephonically or by video conference will count toward a quorum.

A quorum is required to take action.

Section 9 Nominations and Elections

Elections shall be held at the Auditors' annual meeting. Each county shall be entitled to one (1) vote each.

Nominations for members of the Executive Board shall be called for by the president at least 30 days prior to the Auditors' annual conference. Nominations shall be closed at 8:30 pm on the first day of the annual conference and all members will be notified via email by the chair of the Nominating Committee.

Members unable to attend the conference shall be responsible for notifying the President that they wish to vote absentee no later than 3 days prior to the commencement of the conference. No nominations shall be taken from the floor, to provide for absentee ballots.

Rules for voting by absentee or proxy are detailed in WSACAs Standard Operating Procedures.

Candidates receiving the most votes for an office will be declared elected to that office. If two or more candidates tie with an equal number of votes, the winner will be determined by lot drawing.

Officers duly elected shall take office immediately and their terms shall extend for the period provided in the Bylaws.

No member may serve in more than one position on the Executive Board at any given time.

Section 10 Vacancies

In the event a vacancy should occur in any one of the elective offices, the vacancy shall be filled by the following procedure:

- A meeting of the Executive Board shall be called by the president within 30 days of the date of the vacancy. In the case of a vacancy in presidency, the meeting shall be called by the vice-president.
- The Executive Board, then meeting at a time and place suitable to the majority of its members, shall appoint an eligible and willing member to fill an existing vacancy. The member appointed shall serve until the next annual Auditors' conference.
- In the event the vacancy occurs in the position of the immediate past president, the position shall be assumed by his or her predecessor.

Article IV Committees

Section 1 Member Selection

It shall be the duty of the president to make appointments of all committees deemed necessary, and to name the chair or co-chair thereof. The President shall be an ex officio member of all committees.

Section 2 Terms

Duration of appointments to all committees shall be for the same period as that of the president of this association.

Section 3 Committee Types

Standing committees shall be as follows:

Bylaws

Budget

Audit

Nominating

Specific responsibilities and procedures for Committees are detailed in WSACA's Standard Operating Policies and Procedures.

Article V Finance

Section 1 Association Funds

The funds of the organization shall not be expended nor any financial obligation of the organization be incurred without the approval of the membership and/or Executive Board.

The funds of the organization shall be deposited in the bank or banks, in the name of this Association, immediately upon receipt thereof, and shall not be withdrawn except by approval of the treasurer. Treasurer's approval shall be by a check signed by the Treasurer, or an electronic bill payment or transfer made by the Treasurer through the association's bank.

The treasurer shall so keep the records of the organization as to show under classified heading the amounts received and/or expended in any month or year, consisting of receipted bills, etc.

The treasurer upon the election of a successor shall within 60 days turn over to the successor, all moneys, records and/or any matter pertaining to this organization.

Section 2 Fiscal Year

The fiscal year of the organization shall be January 1 through December 31.

Section 3 Audit

The financial records of this Association shall be reviewed each year by a committee, appointed by the association president, or by the Finance Committee Co-Chairs or their designee, and reported to the membership.

Article V Finance

Section 4 Scholarships

Funds shall be made available each year in order to provide scholarships for County Auditors and their staff to promote attendance at WSACA or WACO sponsored events. All scholarships shall be approved in accordance with the "Scholarship Policy" as adopted by WSACA.

Scholarships for travel or registration expenditures of Executive Board members may be considered in accordance with "Scholarship Policy" as adopted by WSACA.

Article VI Meetings

Section 1 Conduct

Robert's Rules of Order shall govern all meetings unless the body agrees on an alternative parliamentary procedure at the beginning of any meeting.

Section 2 Meetings

The association shall meet at least once each year at a location and date determined by the Executive Board.

Section 3 Notification of Meetings

Formal notice of all meetings, with exception of Special Meetings, shall be provided to the membership no later than seven (7) days prior to the meeting date.

Section 4 Special Meetings

Special meetings of the Association may be called at the discretion of the president or a majority of the Executive Board upon three days' notice to each member of the Association.

Section 5 Public Meetings

All regular or special meetings of the Association shall be open to the public, but the Association may, by a majority vote, adjourn to executive session. All decisions made in executive session shall be announced in public session.

Article VII Amendments

Section 1 Amendment Approval

Any amendments to these Bylaws must be approved by the membership thereof at the annual conference, by a majority vote.

A copy of the amended Bylaws shall be ratified and made available for the membership.

Revised at the Auditors' Annual Conference on June 10, 2019.