

# International Association of Schools of Social Work

## BYLAWS

*(with amendments suggested by the IASSW Board of Directors in January 2016 for approval by General Assembly, June 2016)*

### Article I: Name, Mission, Purpose, and Governance Structure

**Section 1. Name.** The name of this Corporation shall be the International Association of Schools of Social Work, Inc. (hereinafter – “IASSW”).

Definitions: 'Schools' is an inclusive and representative term that refers to universities, colleges, departments, faculties, institutes and programs that offer post-secondary education/ training preparation of professionals in social work, culminating in a degree or diploma signifying successful completion of their studies. Social work is an inclusive and representative title.

#### **Section 2. IASSW Vision and Mission.**

- A. The vision statement of the IASSW is: 'Excellence in social work education, research and scholarship across the globe, in pursuit of a more just and equitable world'.
- B. The International Association of Schools of Social Work (IASSW) is the global association of institutions of social work education, organisations supporting social work education and social work educators. Its mission is:
- 1) To represent and promote social work education around the globe in partnership with national, regional and international associations;
  - 2) To create and maintain an engaged community of social work educators and programmes;
  - 3) To support and facilitate participation in mutual exchanges of research and curriculum resources;
  - 4) To promote educational strategies and policies for a more just and equitable world.

**Section 3. Governance Structure.** The functions of IASSW shall be carried out through the Members, Board of Directors, the General Assembly, and such other Committees and Task Forces as may be established and authorized by the Board in accordance with the procedures set forth in these Bylaws and the Board policies and Manual of Policies and Procedures.

## **Article II: Principal Offices**

The principal office of the IASSW shall be at the same location as the IASSW President. The Board of Directors may designate one or two additional principal offices, for the purpose of financial management, membership administration or any other functions determined by the Board of Directors.

## **Article III: Membership**

### **Section 1. Categories of Members**

The membership of the IASSW shall be composed of educational institutions (program/school members), individuals and organizations. Membership is classified under the following categories:

- A. Members. The following entities which subscribe to the Mission and Purposes, as set forth in these Bylaws, shall be eligible to become members with the right to vote at the General Assembly or by mail or electronic vote:
- 1) schools that provide post-secondary educational programs that prepare for professional social work and which have met the standards authorized by the General Assembly;
  - 2) individuals who are social work educators or express interest in social work education and training may become individual members of the IASSW.
- B. Affiliate Members. Organizations and agencies with an expressed interest in social work education may, at the discretion of the Board of Directors, join IASSW as affiliate members without voting privileges.

### **Section 2. Duties of Members**

Members of all categories must, to the best of their ability, safeguard the interests of the IASSW, pay the stipulated dues and act in accordance with these Bylaws and resolutions of the IASSW.

### **Section 3. Acquisition and Termination of Membership**

- A. The Board of Directors shall from time to time establish the procedures for the study and disposition of applications for all categories of membership.
- B. Educational institutions and individuals that seek to become members are required to comply with the Mission Statement of IASSW as set forth in these Bylaws under Article I.
- C. Membership is maintained by payment of dues in such amounts as may be determined by the Board of Directors.
- D. All dues must be paid annually, or as stipulated by the Board of Directors. Membership is automatically terminated upon non-payment of dues. Membership in any category thus terminated may be reinstated with the payment of dues.
- E. A member may be suspended for a period or expelled for cause such as violation of any of the Bylaws or rules of the IASSW or for conduct prejudicial to the best interests of the IASSW. Suspension shall be by a 2/3 (two-thirds) majority of the membership of the Board of Directors. All members of the Board of

Directors will be polled electronically if not present at the duly constituted meeting. The member shall be advised of the issues in question and the nature of the proceedings and shall be given notice of the time when and place where an opportunity will be provided to present a defense.

F. Membership ceases with the cessation of the IASSW as a legal entity.

## **Article IV. Administrative Bodies, Directors and Officers**

### **Section 1. Administrative Bodies**

The functions of the IASSW shall be carried out through the following bodies:

General Assembly; Board of Directors; Executive Committee; Nominating Committee; other committees as established by the Board of Directors.

### **Section 2. General Assembly**

- A. The General Assembly of the IASSW is open to all members and shall be held biennially at a time and place to be determined by the Board of Directors. Notice of this meeting and a final agenda shall be sent to all voting members no later than 90 (ninety) days prior to the time appointed for the meeting. A special meeting of the General Assembly may be convened by decision of the Board of Directors if business matters so require; if necessary, a meeting of the General Assembly can be conducted by correspondence, mail or electronic vote. Notice of this special meeting shall be sent to all voting members no later than 40 (forty) days prior to the time appointed for the meeting.
- B. Affiliate members may speak at the General Assembly with the permission of the presiding officer, but do not have the right to vote. They may serve on IASSW committees.
- C. The General Assembly shall receive, review and vote the approval or rejection or referral to the membership of reports, resolutions and policy recommendations from: 1) the President; 2) the Secretary; 3) the Treasurer; 4) the Board of Directors: actions taken in the period since the preceding General Assembly, policy recommendations concerning the IASSW and social work education; completed and projected program activities; 5) the Nominating Committee; 6) Board of Directors nomination for Honorary Officers; 7) resolutions on matters not included under Article IV.2.E and circulated in writing to members of the General Assembly at least 24 (twenty-four) hours before the General Assembly convenes.
- D. Approval or rejection shall be determined by majority vote (50 % plus 1).
- E. The General Assembly has responsibility for resolutions under the terms of Articles VIII and IX.D which are to be decided by two-thirds (2/3) of the weighted votes cast by members.

### **Section 3. Board of Directors**

- A. The Board of Directors is accountable to the General Assembly, shall serve as the body of the IASSW that is responsible for the development and implementation

of the policy of the IASSW as approved by the General Assembly, and of the management of the affairs of the IASSW.

- B. The Board shall have the responsibility of acting on behalf of the General Assembly in the intervening period between assemblies.
- C. Members of the Board shall be elected for a term of four years, with one-half of the Board elected every two years.

#### **Section 4. Composition of the Board of Directors**

- A. The Board of Directors shall include, in addition to the eight officers (three elected officers and 5 regional Vice-Presidents), the following members with voting rights:
  - 1) Four members elected at-large from the membership;
  - 2) One member elected or appointed by each Regional association;
  - 3) One additional member elected or appointed by each regional association that has 50 or more member schools, as defined in Article III.1.A;
  - 4) One member nominated by each sub-regional association with schools (IASSW members) from five or more countries;
  - 5) One member nominated by each national association that is, in principle, inclusive of all schools in the country and has at least five school members of IASSW;
  - 6) One additional member from a national association with fifty or more school members of IASSW;
  - 7) One representative nominated by each recognized interest group. An interest group brings together members of IASSW, schools and individuals, from a number of different countries, on the basis of gender, language, professional orientation or some other common interest that has been recognized by the Board of Directors.
- B. The immediate past-president shall serve as a non-voting ex officio member of the Board of Directors and its Executive Committee. Other past presidents may be invited to the Board meetings at the discretion of the Board.
- C. Honorary Presidents shall serve as non-voting ex officio members of the Board of Directors and its Executive Committee.
- D. The Board may, at its discretion, invite to its meetings, without voting rights, representatives from national, sub-regional or regional associations, or interest groups, who do not fulfill all the membership qualifications listed above. Furthermore, the Board may invite to its meetings, without voting rights, persons who are deemed to contribute to the work of the IASSW or have some special expertise relevant to the Board's deliberations.
- E. The Resident Treasurer will be invited to all board meetings without voting rights.
- F. No more than two of the members elected by the IASSW membership (officers and members-at-large) may be from the same country during the same period.
- G. All members of the Board must be members (school or individual) of the IASSW.
- H. No person shall be appointed or elected as officer of the IASSW (President, Secretary, Treasurer) for more than eight consecutive years.

I. The Board of Directors shall be empowered:

- 1) to appoint an executive officer of the IASSW upon such terms and for such period as may be determined by the Board;
- 2) to fill any vacancies in its elected membership which may occur in the interval between General Assembly meetings, and give notification to the members with immediate effect;
- 3) to make provision for the audit of the books of the IASSW;
- 4) to mediate disputes among members of the IASSW;
- 5) to undertake such other action as shall promote the purposes of the IASSW.

**Section 5. Officers**

- A. The officers of the IASSW shall be the President, five Vice-Presidents representing each of the regions, the Secretary and the Treasurer.
- B. The President, Secretary and Treasurer shall be determined by election through electronic or hard copy ballots sent to all members eligible to vote at the General Assembly and by hand carried ballots at the time of the General Assembly or at a time so designated by the Board of Directors. The Secretary shall determine and announce the cut off point for ballots delivered both electronically or hand carried. The officers each serve a term of four years and no more than eight consecutive years. The President and Secretary shall be elected at the same General Assembly and the Treasurer shall be elected at the next biennial General Assembly.
- C. The regional presidents will normally be designated as the regional Vice-Presidents of IASSW. Regions may, however, consider these independently separate offices, and elect a regional Vice-President of IASSW by a vote of the members of the region.
- D. The Board may appoint as necessary and from among its members: 1) an Assistant Treasurer for a fixed period not to exceed four years; 2) an Assistant Secretary for a fixed period not to exceed four years. The Board may appoint a Resident Treasurer from the country in which the IASSW finances are being managed. The Resident Treasurer serves on the board and the executive committee, without vote, for four years, renewable at the discretion of the Board of Directors.
- E. The President is the official representative of the IASSW. She or he shall preside at meetings of the Board of Directors and the Executive Committee; shall act as head of the IASSW in the direction of its business and in the enforcement of these Bylaws; shall sign and execute in the name of the IASSW necessary contracts and other instruments and shall be responsible for their implementation. In the absence or incapacity of the President, the Secretary shall perform the presidential functions until the Board of Directors will appoint an officer to complete the President's term of office.
- F. The five Vice-Presidents shall be empowered to perform the functions of the President when delegated. They shall represent IASSW to their respective region and when required, to any and all regions.
- G. The Treasurer shall have such duties related to the funds of the IASSW as may be specified by the Board of Directors and shall render an annual report to the

- Board and the General Assembly. The Treasurer shall have official co-signing authority with the President and the Secretary for all official documents
- H. The Secretary shall have duties related to the official record of the IASSW's Board of Directors, General Assembly, IASSW Bylaws, and Letters of Incorporation. The Secretary shall have official co-signing authority with the President and the Treasurer for all official documents. The Secretary shall be responsible for the conduct of elections. The Secretary shall be the Registrar responsible for certifying membership in all of the categories
- I. The Assistant Treasurer shall be empowered to perform the functions of the Treasurer when necessary and other such functions as may be determined by the Board of Directors.
- J. The Assistant Secretary shall be empowered to perform the functions of the Secretary when necessary and such other functions as may be determined by the Board of Directors.
- K. The Resident Treasurer shall, with the Treasurer and any other officer asked to serve, represent the IASSW in financial arrangements with domestic institutions and serve as adviser to the Treasurer and the Board of Directors on domestic banking, funding and other fiscal requirements.

### **Section 6. Executive Committee**

The Executive Committee shall consist of: 1) the President; 2) five Vice-Presidents; 3) the Secretary; 4) the Treasurer; 5) the Resident Treasurer without vote; 6) the four members-at-large of the Board of Directors.

### **Section 7. Nominating Committee**

- A. At each General Assembly, the members shall elect a Nominating Committee consisting of seven members, one of whom shall be designated to chair the Committee, to serve until the next meeting of the General Assembly.
- B. The Nominating Committee shall consider candidates qualified for officership and for members-at-large of the Board of Directors. For each election, in procedures set forth by the Board of Directors, the Nominating Committee shall make nominations sufficient in number to fill its allocation of directors and shall make nominations for officerships and for the next Nominating Committee.
- C. Following announcement of the proposed list of nominations, members shall have the opportunity to petition for inclusion on the list. Petitioners must abide by the conditions and procedures determined by the Nominating Committee.

## **Article V: Appointment of Executive Officer**

- A. The Board of Directors may appoint an Executive Officer. Under the direction of the Board of Directors, the Executive Officer shall manage the day-to-day operations and implement the policies of the IASSW.

- B. The Executive Officer shall report to the President, Secretary and Treasurer on matters related to their respective functions affecting policies, purposes and programs of the IASSW.
- C. The appointment, supervision and evaluation of the professional and office personnel shall be done by the Executive Officer in accordance with job specifications, qualifications and terms of employment established by the Executive Committee.

## **Article VI: Finance**

- A. The activities of the IASSW are financed through: membership dues, subsidies, projects and consultations, inheritances and gifts, sales of publications, registration fees at seminars, workshops and congresses.
- B. The fiscal year of the IASSW shall be determined by the Board of Directors.
- C. Expenditures necessary to conduct the affairs of the IASSW may be made by the President, Secretary, Treasurer, or the Executive Officer as approved in the budget.
- D. There shall be, periodically, an external audit of the accounts of the IASSW by an auditor duly appointed by the Board of Directors. The interval between audits should not exceed two years.
- E. The Board of Directors shall approve a budget at least every two years consistent with the policies approved by the General Assembly.
- F. A reserve fund shall be established and protected. The fund shall accumulate until it equals the amount needed to cover the costs of dissolution if the General Assembly votes to dissolve the IASSW.

## **Article VII: Meetings**

### **Section 1. Annual Meetings**

The Board of Directors shall meet once or twice a year to receive reports of officers, directors and committees and for the transaction of other business. Notice of the meeting signed by the President shall be mailed at least 40 (forty) days before the time appointed for the meeting.

### **Section 2. Special Meetings of the Board of Directors**

Special meetings may be called at any time at the request of the President or of any three directors. Notice of the special meeting is to be given in the same manner as for the annual meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting.

### **Section 3. Quorums**

Quorums shall be as follows:

- A. A quorum for the transaction of business by the Board of Directors shall consist of a majority (50% plus 1) of its voting members.
- B. A quorum for the transaction of business by the Executive Committee shall be a majority (50% plus 1) of its voting members.
- C. A quorum for the transaction of business of the General Assembly or a special meeting shall consist of fifteen percent (15%) of its members. If fewer than fifteen percent (15%) of the membership is present, the membership will be notified of all decisions reached within one week of adjournment of the General Assembly. If any decisions are challenged by five percent (5%) of members, a mail vote (electronic) will be held on the item. A two thirds (2/3) vote of the membership will be required to overturn the decision.
- D. Unless otherwise specified in these Bylaws a simple majority is sufficient (50% plus 1).

### **Section 4. Voting**

- A. Only members (school and individual) shall have the right to vote in elections, proposed revisions of the Bylaws, and on such other matters as the Board of Directors may determine. Affiliate members may have voting rights in their participation on any of the IASSW's Committees and Task Forces of which they are a duly appointed member.
- B. Weighted Voting. In all matters except as otherwise provided herein or by law, votes of the Members shall be weighted:
  - 1) School Members –100 %;
  - 2) Individual Members–10%.
- C. Quorum. Fifteen percent (15%) of the total IASSW Members, present in person or by proxy, shall constitute a quorum for the transaction of business on which a Member vote is to be taken at any meeting of the IASSW members. Weighted voting shall not be a factor when determining the presence of a quorum. As such, each Member shall count equally for quorum purposes.
- D. Manner of Acting. The vote of a majority of the weighted votes of members shall carry any member action provided that a quorum of the Members participates in the vote. Members are authorized to vote in person at a meeting, by proxy exercised by the Member's designee at a meeting, or by ballot voting without a meeting in the election of individual Board members and Officers. Ballot voting outside of a meeting, except in the election of individual Board members, shall not be authorized. As such, when voting on any matter except the election of individual Board members and Officers, each Member must either cast his or her vote in person at a meeting or designate another Member, via a proxy, to vote on the member's behalf at a meeting.
- E. Proxy Voting. Any Member may authorize another Member to cast his or her vote at a member meeting. Such authorization shall be signed by the respective Member and submitted electronically. Appropriate documentation forms will be provided by the Secretary.



## **Article VIII: Dissolution of the IASSW and Dedication of Assets**

- A. The dissolution of the IASSW can take place only in a General Assembly convened especially for this purpose and shall require a 2/3 (two-thirds) of the voting members present.
- B. The assets of the IASSW are permanently dedicated to the purposes set forth in Article I. In the event of voluntary dissolution of the IASSW, the same General Assembly must also decide to which organization with the same or similar purposes the assets of the IASSW shall be assigned.

## **Article IX: Amendments**

- A. Proposals to amend or repeal these Bylaws may be initiated by the Board of Directors, may be made to the Board by any full member, or may be initiated by petition of 25 (twenty-five) percent of members. Such petitions must be received at the IASSW office 90 (ninety) days prior to the General Assembly meeting.
- B. The Board of Directors shall review all proposals, except those initiated by petition of 25 (twenty-five) percent of members, and determine whether to submit them to the membership for action and shall be responsible for wording the proposed amendment. The Board of Directors shall notify the proposer of its determination. If its determination is not acceptable to the proposer, the amendment shall be brought for a vote to the membership upon written petition of 25 (twenty-five) percent of members.
- C. The Secretary shall give written notice to the members of any validated proposal for a change in Bylaws initiated by members or by the Board of Directors at least 60 (sixty) days in advance of the date upon which the proposal is to be voted.
- D. An affirmative vote by two-thirds (2/3) of the weighted votes cast by members shall be required to amend or repeal these Bylaws. The vote may be electronic.
- E. The Board of Directors may make editorial changes, rename groups, and make other revisions that do not impact the rights of the members without members' approval.
- F. Amendments to the Bylaws shall be circulated to the membership and reported to the General Assembly.

***End***