

# **CONSTITUTION**

## ***Regarding Western Ohio Computer Organization***

This Constitution has  
been filed with, and  
approved by, the State  
Superintendent of  
Public Instruction

Date: 07/27/89

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*Constitution  
for  
Western Ohio Computer Organization*

**ARTICLE I: Name**

The name of the Informational Technology Center shall be the Western Ohio Computer Organization (WOCO).

**ARTICLE II: Purpose**

The aim of this organization shall be to improve the instruction and administrative functions through optimum cooperative use of public funds for the benefit of member school districts.

To achieve this aim, the purposes of this organization shall be as follows:

- A. To apply modern technology with the aid of computer and other electronic equipment to the administrative and instructional functions of member districts.
- B. To develop a cohesive group that cooperates well in the initial effort so future joint programs can be established in other instructional and administrative areas.

**ARTICLE III: Membership**

Section 1: General Requirements

- A. WOCO shall be open to any public school district within the geographic area of Auglaize, Champaign, Hardin, Logan, and Shelby Counties or any area established in future law, by the Ohio Department of Education or by this organization. When it is deemed desirable to admit additional members to the organization, other school districts may be approved by the Board of Directors.
- B. All members shall agree to share costs of joint operations on an equitable basis.

- C. All members shall agree to wholeheartedly support any joint effort undertaken by this organization.
- D. The Fiscal Agent Board of Education shall be the Shelby County Board of Education. The Fiscal Agent Board of Education or any other Member Board of Education may withdraw as a fiscal agent and/or withdraw organization membership by notifying the Board of Directors by January 1 of any given year; official withdrawal will then become effective the following June 30.
- E. A withdrawing member shall be responsible for an equal share of any consortium indebtedness based on the total debt, divided by the total WOCO ADM, multiplied by the withdrawing district's ADM.

## Section 2: Regular Membership

Those districts fulfilling General Requirements A, B, and C and subscribing to at least the financial accounting services and/or student services system (scheduling, grade card, attendance, etc.) may become members upon resolution of their Board of Education and a majority vote of the Board of Directors.

## ***ARTICLE IV: The Organization Assembly***

### Section 1: Membership

The Assembly shall consist of the superintendent of each member school district and if applicable, one member representative of the Chartered School systems.

### Section 2: Powers and Duties

- A. Approval of new cooperative ventures, upon recommendation from the Board of Directors.
- B. Approval of the annual Organization budget, upon recommendation from the Board of Directors.
- C. Approval of Basic Fee Schedule, upon recommendation from the Board of Directors.

D. Amendment of the Organization Constitution.

### Section 3: Quorum

A majority of Assembly membership shall constitute a quorum.

### Section 4: Meetings

The Assembly shall meet each year on a date set by the Board of Directors and at such other times as the board may prescribe. A member may designate a proxy at any meeting of the Assembly upon written certification to the chairman.

## ***ARTICLE V: The Board of Directors***

### Section 1: Membership

The Board of Directors shall originally consist of fourteen (14) members, as follows:

- A. The Superintendent of the Fiscal Agent District.
- B. Two superintendents from each county that are appointed to serve on the Board of Directors during the respective county superintendent's meetings. (Auglaize, Champaign, Hardin, Logan, and Shelby – one of these members should be the ESC superintendent). Any vacancies during the term of office shall be filled by this same process.
- C. One representative, selected by the WOCO Board, from the fiscal, student services, and technology areas.
- D. One non-voting independent district representative shall be invited.
- E. Superintendents of member school districts outside of Auglaize, Champaign, Hardin, Logan, and Shelby Counties shall be considered for representation from the WOCO county to which they are most contiguous.
- F. A Chartered School member representative

## Section 2: Terms of Office

In recognition of the responsibilities of the Fiscal Agent, the Fiscal Agent Superintendent shall be a permanent member of the Board of Directors. Other directors shall be elected to two-year terms, except that initially one term for each county shall be for one year so as to result in election of one member from each county each year as certified by the County Superintendent. The regular term of office shall commence July 1.

## Section 3: Quorum

A quorum shall consist of a majority of the Board Members.

## Section 4: Meetings

The Board shall meet November, February, May, and August. Additional meetings may be called as necessary by the chairman or by the majority of the board members. Any member of the Assembly may have representation at the Board meetings, if he so desires. A member may designate a proxy at any meeting of this Board upon written certification to the chairman.

## Section 5: Powers and Duties

- A. To bear responsibility for all cooperative efforts undertaken by the organization.
- B. To set overall policies.
- C. To set short and long range plans and objectives.
- D. To organize any organizational structure they deem necessary to efficiently manage the enterprise.
- E. To bear responsibility for development and control of an operating budget, including expenditure for capital improvements.
- F. To establish operating procedures.
- G. To assist the Director in resolving any district complaints.



- H. To promote publicity.
- I. To approve expansion of Organization membership.
- J. To set the dates for the Organization's annual meeting and to call special meetings of the Organization as necessary.
- K. To approve and recommend personnel for hiring to the Fiscal Agent who will be the official employer.
- L. To approve the participation of private and parochial schools, institutions of higher education, city, county, or federal groups for any particular venture whenever it seems desirable to do so. These other participating groups will share in the costs involved on the basis of services rendered.
- M. To recommend a basic fee schedule to the Organization membership.
- N. To approve new cooperative ventures each year.
- O. To recommend the annual Organizational budget to the Organization membership.
- P. To adopt the yearly calendar.

## Section 6: Officers and Staff

### A. Chairman

The Board of Directors shall elect one of its members as Chairman of the Board, to serve a term of one year.

The Chairman shall:

- (1) preside at all meetings of the Board and the meetings of the Assembly.
- (2) see to preparation of an annual report on activities of the Organization's cooperative ventures, present it at the annual Assembly meeting, and distribute it to the Boards of member districts; and

(3) provide liaison between the fiscal agent superintendent and the Board of Directors concerning operations of the computer center in the interim between Board meetings.

(4) provide a tie breaking vote on a deadlocked vote.

B. Vice Chairman

The Board shall elect one of its members as Vice Chairman to serve a term of one year.

The Vice Chairman shall:

(1) preside in the absence of the Chairman;

(2) succeed to the office of Chairman, should it be vacated before the end of a term; and

(3) assist the Chairman in the discharge of his duties.

(4) provide a tie breaking vote on a deadlocked vote

**ARTICLE VI: Fiscal Responsibilities of Organization Members**

Section 1: The Fiscal Year

The fiscal year of the Association shall be July 1 to June 30.

*(NOTE: This will allow for budget preparation to begin in December preceding the next fiscal year and final budget and user fee approval by the Board at the May meeting.)*

Section 2: Ownership of Property

Title to any and all equipment, buildings, furniture, and other goods purchased for WOCO shall be held in trust for the member districts by the Organization's designated Fiscal Agent. Any school district withdrawing from the cooperative shall forfeit their claim to the Organization's assets. In event of dissolution of the Organization, all current members shall share in net obligations or assets liquidations in a ratio proportionate to their last twelve months financial contributions.

### Section 3: C-Site Reimburse Funding Reductions

If a C-Site fails to fulfill the requirements of electronic reporting, it shall reimburse WOCO the amount of the funding reduction leveled against WOCO.

### Section 4: Fiscal Agent Held Harmless

All members assume on behalf of and save the Fiscal Agent harmless from any and all claims by agents, students, employees, and anyone seeking a claim through a member for damages resulting from the use of the computer services, as well as defend the Fiscal Agent on any claim.

## ***ARTICLE VII: Amendment of the Constitution***

The Constitution may be amended, providing resolutions for such amendments and changes shall be presented in writing to the Chairman of the Board of Directors at least forty-five (45) days before an annual Assembly meeting is held and the Chairman shall circulate same to all Assembly members at least thirty (30) days prior to the meeting. Amendments shall be approved by at least two-thirds of all Assembly members present.

## ***ARTICLE VIII: Dissolution of the Cooperative***

A dissolution of the organization shall occur when the members, at a regular Assembly meeting or one called specifically for such purpose, vote by a two-thirds favorable vote of all Assembly members to dissolve this Organization.

*Amended: December 15, 1982  
December 12, 1984  
June 07, 1989  
June 04, 1993  
June 10, 1994  
June 07, 1996  
June 11, 1999  
May 11, 2007*

Revised & Adopted May 11, 2007

## **MEMBERSHIP**

Anna Local  
Auglaize County Educational Service Center  
Benjamin Logan Local  
Botkins Local  
Madison/Champaign County Educational Service Center  
Fairlawn Local  
Fort Loramie Local  
Graham Local  
Hardin County Educational Service Center  
Hardin-Houston Local  
Hardin Northern Local  
Indian Lake Local  
Jackson Center Local  
Kenton City Schools  
Logan County Educational Service Center  
Mechanicsburg Exempted Village  
Minster Local  
New Bremen Local  
New Knoxville Local  
Ohio Hi-Point JVS  
Ridgemont Local  
Riverdale Local  
Riverside Local  
Russia Local  
Shelby County Educational Service Center  
Triad Local  
Upper Scioto Valley Local  
Upper Valley JVS  
Urbana City  
Waynesfield-Goshen Local  
West Liberty-Salem Local