

BYLAWS OF ESD 105  
UNEMPLOYMENT COMPENSATION POOL ACCOUNT COOPERATIVE

I. NAME

This organization shall be known as the Educational Service District 105 Unemployment Compensation Pool Account Cooperative (hereinafter referred to as “the Cooperative”).

II. PURPOSE

The purpose of the Cooperative shall be to provide member school districts with a means to comply with the Unemployment Compensation laws.

III. POWERS

The Cooperative, acting by and through the Cooperative Advisory Board, shall have the power to prepare, adopt, amend and repeal bylaws, rules, regulations, and general policy statements for its own organization, government and guidance, provided that action taken with respect thereto is not inconsistent with state law and the rules and regulations of ESD 105 or any subsequently selected trustee.

The Cooperative, acting by and through the cooperative Advisory Board, shall have the power to establish dates for the regular meetings of the Cooperative Advisory Board, the Executive Advisory Board and such other committees as are deemed essential to the accomplishment of its purposes. The Cooperative Advisory Board shall also have the power to approve the annual plan of the Cooperative and to fix annual membership charges and to levy any other assessment that may be required. The Cooperative Advisory Board together with the Executive Advisory Board shall advise Educational Service District 105 on the management and administration of the Cooperative.

IV. MEMBERS

The membership of the Cooperative shall consist of those districts which have on file with ESD 105 the local school district’s board resolution authorizing membership in the Cooperative. Districts applying for membership after \_\_\_\_\_ shall be offered membership only upon a vote of the majority of the total number of member district representatives; provided, that the local school district applying for membership shall first have on file with ESD 105 the local school district’s board resolution authorizing membership in the Cooperative.

V. GOVERNANCE AND MANAGEMENT

A. The powers of the Cooperative shall rest with the Cooperative Advisory Board consisting of one representative of each member district.

- B. Each duly qualified representative on the Cooperative Advisory Board shall have an equal vote in all deliberations of the Cooperative.
- C. Between meetings of the Cooperative Advisory Board, the powers of the Cooperative shall be exercised by a five (5) member Executive Advisory Board elected by a majority vote of a quorum of the Cooperative Advisory Board. The members of the Executive Advisory Board shall serve for two years and be elected on staggered terms.
- D. The Cooperative Advisory Board shall select a chairperson from among its members annually. The chairperson of the Cooperative Advisory Board shall preside at all Cooperative Advisory Board and Executive Advisory Board meetings. In his/her absence, the Cooperative Advisory Board or Executive Advisory Board shall select the temporary chairperson.
- E. The Superintendent of ESD 105, or his/her designee, shall serve as secretary for the Cooperative and all bodies created hereunder so long as said Educational Service District 105 acts as trustee in administering the Unemployment Pool Account Cooperative.
- F. Administration of the Cooperative shall rest with ESD 105 which shall act pursuant to the directives and policies of the Cooperative Advisory Board and Executive Advisory Board, provided however, that said action shall conform to the policies, rules and regulations applicable to said ESD and its governing board.

## VI. VACANCIES

- A. Vacancies which occur in the membership of the Cooperative Advisory Board shall be filled by the affected member district.
- B. Vacancies on the Executive Advisory Board shall be filled by the Cooperative Advisory Board consistent with the criteria set forth in paragraph V.C above at the next regular meeting after the vacancy occurs. A member selected to fill a vacancy on the Executive Advisory Board shall serve the unexpired portion of the term involved.

## VII. MEETINGS

- A. The Cooperative Advisory Board shall meet on the dates regularly established by a vote of a majority of the quorum and/or when called by the chairperson of said Cooperative, or by the Superintendent of ESD 105 or his/her designee, and/pr as otherwise provided in the Cooperative Pool Account Agreement.
- B. The Executive Advisory Board shall meet when called by the chairperson of the Cooperative Advisory Board, the chairperson of the Executive Advisory Board, upon a vote of a majority of the executive Advisory Board, and/or following

notification by the Superintendent of ESD 105 or his/her designee, or as otherwise provided in the Cooperative Pool Account Agreement.

- C. A majority of the total number of members of the Cooperative shall constitute a quorum at all meetings of the Cooperative Advisory Board. A majority of the total number of members of the Executive Advisory Board shall constitute a quorum at all Executive Advisory Board meetings.

VIII. OTHER COMMITTEES

The chairperson of the Cooperative Advisory Board and/or Executive Advisory Board may appoint such ad hoc committees as are deemed necessary from time to time to advise and serve as deemed appropriate, provided, that no appointment shall be made which is contrary to the express wishes of a majority of the respective boards.

IX. AMENDMENTS

These bylaws may be amended at any meeting of the Cooperative Advisory Board by the affirmative vote of a number equal to two-thirds of all members, provided that notice in writing has first been sent to all members of the Unemployment Compensation Pool Account Cooperative. Not less than ten (10) days in advance of the meeting where said action is to be taken, and absentee ballots are furnished therewith.

Adopted on \_\_\_\_\_ Cooperative Advisory Board  
Unemployment Compensation  
Pool Account Cooperative