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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2008Open to Public
Inspection

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2008 calendar year, or tax year beginning **SEP 1, 2008** and ending **AUG 31, 2009**

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Termination ☐ Amended return ☐ Application pending	Please use IRS label or print or type: See Specific Instructions	C Name of organization HAWAII STATE TEACHERS ASSOCIATION		D Employer identification number 99-0145127
		Doing Business As		
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1200 ALA KAPUNA STREET		E Telephone number 808-833-2711
		City or town, state or country, and ZIP + 4 HONOLULU, HI 96819		G Gross receipts \$ 8,559,358.
		F Name and address of principal officer: SAME AS C ABOVE		H(a) Is this a group return for affiliates? ☐ Yes ☒ No H(b) Are all affiliates included? ☐ Yes ☐ No If "No," attach a list. (see instructions) H(c) Group exemption number ▶ 2456
I Tax-exempt status: ☒ 501(c) (5) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527				
J Website: ▶ WWW.HSTA.ORG				
K Type of organization: ☐ Corporation ☐ Trust ☒ Association ☐ Other ▶ L Year of formation: 1970 M State of legal domicile: HI				

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE HAWAII STATE TEACHERS ASSOCIATION (HSTA) MEMBERSHIP CONSISTS OF TEACHERS EMPLOYED BY THE		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	31
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	28
	5 Total number of employees (Part V, line 2a)	5	49
	6 Total number of volunteers (estimate if necessary)	6	66
	7a Total gross unrelated business revenue from Part VIII, line 2, column (C)	7a	23,817.
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	7,215,329.	7,691,751.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	171,238.	<50,493.>
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	25,636.	43,542.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	7,412,203.	7,684,800.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14 Benefits paid to or for members (Part IX, column (A), line 4)		
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	3,665,192.	4,247,781.
	16a Professional fundraising fees (Part IX, column (A), line 11e)		
	b Total fundraising expenses (Part IX, column (D), line 25) ▶		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	3,135,292.	3,547,667.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	6,800,484.	7,795,448.
19 Revenue less expenses. Subtract line 18 from line 12	611,719.	<110,648.>	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Year	End of Year
	21 Total liabilities (Part X, line 26)	10,635,600.	10,946,972.
	22 Net assets or fund balances. Subtract line 21 from line 20	3,559,911.	3,920,170.
		7,075,689.	7,026,802.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
Sign Here APPROVED Preparer's Use Only	Signature of officer: <i>Alvin Nagasako</i> Date: 7.15.10		
	Type or print name and title: Alvin Nagasako, Executive Director		
Preparer's Use Only	Preparer's signature: <i>DEANNA C. AWA</i> Firm's name (or yours if self-employed), address, and ZIP + 4: KMH LLP 1003 BISHOP STREET, SUITE 2400 HONOLULU, HAWAII 96813	Date: 7/15/2010 Check if self-employed: ☐	
	Preparer's identifying number (see instructions): EIN ▶ Phone no. ▶ 808-526-2255		

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

832001 12-18-08

LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2008)**SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION**

24P

Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:

TO SERVE HSTA MEMBERS AS THEIR EXCLUSIVE COLLECTIVE BARGAINING AGENT,
ADMINISTER MEMBERS' CONTRACT NEGOTIATIONS WITH THE STATE OF HAWAII
CONCERNING GRIEVANCES, LABOR DISPUTES, WAGES, FRINGE BENEFITS, HOURS
AND OTHER EMPLOYMENT CONDITIONS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If "Yes", describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If "Yes", describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses.

Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ including grants of \$) (Revenue \$)
 STATUTORY DUES - DUES COLLECTED THROUGH PAYROLL DEDUCTIONS WHICH COVER
 COSTS INVOLVED WITH REPRESENTING TEACHERS IN DEALING WITH THE STATE OF
 HAWAII CONCERNING GRIEVANCES, LABOR DISPUTES, WAGES AND OTHER
 EMPLOYMENT CONDITIONS. THE ASSOCIATION HAS APPROXIMATELY 12,656
 MEMBERS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ► \$ (Must equal Part IX, Line 25, column (B))

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		X
2 Is the organization required to complete Schedule B, Schedule of Contributors?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? <i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>	X	
12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
13 Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the U.S.?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? <i>If "Yes," complete Schedule F, Part I</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		X
17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X
21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		
b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i>		
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
28 During the tax year, did any person who is a current or former officer, director, trustee, or key employee:		
a Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i>		X
b Have a family member who had a direct or indirect business relationship with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		X
c Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X

Form 990 (2008)

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	26	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	49	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	X	
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: <u>See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</u>		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Did the organization solicit any contributions that were not tax deductible?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization provide goods or services in exchange for any quid pro quo contribution of more than \$75?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required? N/A		
7h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required? N/A		
8	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter: N/A		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter: N/A		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A		

Form 990 (2008)

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)**Section A. Governing Body and Management**

For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

	Yes	No
1a Enter the number of voting members of the governing body		
b Enter the number of voting members that are independent		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	X	
5 Did the organization become aware during the year of a material diversion of the organization's assets?		X
6 Does the organization have members or stockholders?	X	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	X	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following.		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9a Does the organization have local chapters, branches, or affiliates?	X	
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	X	
10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990		X
11 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	X	

Section B. Policies

	Yes	No
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
13 Does the organization have a written whistleblower policy?	X	
14 Does the organization have a written document retention and destruction policy?	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision:		
a The organization's CEO, Executive Director, or top management official?	X	
b Other officers or key employees of the organization?	X	
Describe the process in Schedule O. (see instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **HI**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **ANN HATAOKA - (808) 833-2711**
1200 ALA KAPUNA STREET, HONOLULU, HI 96819

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if the organization did not compensate any officer, director, trustee, or key employee.

[illegible]

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Total								134,275.	0.	23,193.

2 Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization **1**

- 3** Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4	X	
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization **NONE**

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation from the organization **0**

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f				
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f					
Program Service Revenue	2 a	MEMBERSHIP DUES	Business Code 900099	6882900.	6882900.		
	b	NATIONAL FINANCIAL SUP	900099	808,851.	808,851.		
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		7691751.			
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		89,883.		
4		Income from investment of tax-exempt bond proceeds					
5		Royalties					
6 a		Gross Rents	(i) Real	20,700.			
		b	Less: rental expenses		975.		
		c	Rental income or (loss)		19,725.		
		d	Net rental income or (loss)		19,725.		19,725.
7 a		Gross amount from sales of assets other than inventory	(i) Securities	733207.			
		b	Less: cost or other basis and sales expenses		843583.	30,000.	
		c	Gain or (loss)	<110,376.>	<30000.>		
		d	Net gain or (loss)		<140,376.>		<140376.>
8 a		Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
		b	Less: direct expenses	b			
		c	Net income or (loss) from fundraising events				
9 a		Gross income from gaming activities See Part IV, line 19	a				
		b	Less: direct expenses	b			
		c	Net income or (loss) from gaming activities				
10 a		Gross sales of inventory, less returns and allowances	a				
		b	Less: cost of goods sold	b			
		c	Net income or (loss) from sales of inventory				
Miscellaneous Revenue			Business Code				
11 a							
	b						
	c						
	d	All other revenue	900099	23,817.		23,817.	
e	Total. Add lines 11a-11d		23,817.				
12	Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e		7684800.	7691751.	23,817.	<30,768.>	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21				
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	280,136.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,873,130.			
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	856,520.			
10 Payroll taxes	237,995.			
11 Fees for services (non-employees)				
a Management				
b Legal	578,810.			
c Accounting	56,465.			
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	409,011.			
12 Advertising and promotion	288,529.			
13 Office expenses	245,780.			
14 Information technology				
15 Royalties				
16 Occupancy	74,827.			
17 Travel	185,529.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	347,044.			
20 Interest	196,970.			
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	166,627.			
23 Insurance	36,902.			
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a MAINTENANCE	178,177.			
b LEGISLATIVE	167,588.			
c COMMITTEES	144,552.			
d FIELD OPERATION ACTIVIT	122,231.			
e COMMUNICATIONS	80,547.			
f All other expenses	268,078.			
25 Total functional expenses. Add lines 1 through 24f	7,795,448.			
26 Joint Costs Check here ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	195,665.
	2 Savings and temporary cash investments	3,412,103.	2	3,757,159.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	467,090.	4	414,092.
	5 Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	106,787.	9	69,655.
	10a Land, buildings, and equipment: cost basis	10a 6,041,980.		
	b Less accumulated depreciation. Complete Part VI of Schedule D	10b 1,525,278.	4,605,046.	10c 4,516,702.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11	2,017,153.	12	1,993,699.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	27,421.	15	0.
16 Total assets. Add lines 1 through 15 (must equal line 34)	10,635,600.	16	10,946,972.	
Liabilities	17 Accounts payable and accrued expenses	709,719.	17	1,027,923.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	2,194,879.	23	2,133,227.
	24 Unsecured notes and loans payable		24	
	25 Other liabilities. Complete Part X of Schedule D	655,313.	25	759,020.
	26 Total liabilities. Add lines 17 through 25	3,559,911.	26	3,920,170.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	7,075,689.	27	7,026,802.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here ☐ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	7,075,689.	33	7,026,802.
	34 Total liabilities and net assets/fund balances	10,635,600.	34	10,946,972.

Part XI Financial Statements and Reporting

- 1 Accounting method used to prepare the Form 990. ☐ Cash ☒ Accrual ☐ Other
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits?

	Yes	No
2a		X
2b		X
2c		
3a		X
3b		

Schedule D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**▶ Attach to Form 990. To be completed by organizations that
answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No 1545-0047

2008Open to Public
Inspection

Name of the organization

HAWAII STATE TEACHERS ASSOCIATION

Employer identification number

99-0145127

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the
organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?		☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or pleasure)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of certified historic structure
☐ Preservation of open space	

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
(ii) Assets included in Form 990, Part X	▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
b Assets included in Form 990, Part X	▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV Trust, Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
1c	
1d	
1e	
1f	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ☐ %

b Permanent endowment ☐ %

c Term endowment ☐ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) unrelated organizations

(ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land	1,286,138.			1,286,138.
b Buildings	4,031,737.		966,967.	3,064,770.
c Leasehold improvements				
d Equipment	724,105.		558,311.	165,794.
e Other				
Total. Add lines 1a-1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				4,516,702.

Schedule D (Form 990) 2008

Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
INVESTMENT SECURITIES	1,993,699.	END-OF-YEAR MARKET VALUE
Total. (Col (b) should equal Form 990, Part X, col (B) line 12.)	1,993,699.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) should equal Form 990, Part X, col (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15

(a) Description	(b) Book value
Total. (Column (b) should equal Form 990, Part X, col (B) line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25

(a) Description of liability	(b) Amount
Federal income taxes	
ACCRUED VACATION AND OTHER	685,346.
INTERFUND PAYABLES	73,674.
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.)	759,020.

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	7,684,800.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	7,795,448.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	<110,648.>
4	Net unrealized gains (losses) on investments	4	61,761.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net). Add lines 4-8	9	61,761.
10	Excess or (deficit) for the year per financial statements. Combine lines 3 and 9	10	<48,887.>

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	7,877,609.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	61,761.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	131,048.
e	Add lines 2a through 2d	2e	192,809.
3	Subtract line 2e from line 1	3	7,684,800.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This should equal Form 990, Part I, line 12.)	5	7,684,800.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	7,990,370.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	194,922.
e	Add lines 2a through 2d	2e	194,922.
3	Subtract line 2e from line 1	3	7,795,448.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This should equal Form 990, Part I, line 18.)	5	7,795,448.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

LOSS FROM DISCONTINUED OPERATIONS: 30,000

RENTAL EXPENSES NETTED WITH RENTAL INCOME: 975

PAC FUND - REPORTED ON SEPARATE FORM 990: 100,073

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSES NETTED WITH RENTAL INCOME: 975

PAC FUND - REPORTED ON SEPARATE FORM 990: 193,947

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees

▶ **Attach to Form 990. To be completed by organizations that
answered "Yes" to Form 990, Part IV, line 23.**

OMB No 1545-0047

2008

**Open to Public
Inspection**

Name of the organization

HAWAII STATE TEACHERS ASSOCIATION

Employer identification number

99-0145127

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| ☐ First-class or charter travel | ☐ Housing allowance or residence for personal use |
| ☐ Travel for companions | ☐ Payments for business use of personal residence |
| ☐ Tax indemnification and gross-up payments | ☐ Health or social club dues or initiation fees |
| ☐ Discretionary spending account | ☐ Personal services (e.g., maid, chauffeur, chef) |

b If line 1a is checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- | | |
|--|---|
| ☐ Compensation committee | ☒ Written employment contract |
| ☐ Independent compensation consultant | ☐ Compensation survey or study |
| ☐ Form 990 of other organizations | ☒ Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a.

- a** Receive a severance payment or change of control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes," to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

Yes No

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

X

X

X

SCHEDULE O

(Form 990)

Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990**

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008Open to Public
Inspection

Name of the organization

HAWAII STATE TEACHERS ASSOCIATION

Employer identification number

99-0145127

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

STATE OF HAWAII - DEPARTMENT OF EDUCATION. THE ASSOCIATION SERVES AS THEIR EXCLUSIVE COLLECTIVE BARGAINING AGENT, UNDER THE PROVISIONS OF THE HAWAII PUBLIC EMPLOYEE BARGAINING ACT, TO ADMINISTER THE MEMBER'S CONTRACT NEGOTIATIONS WITH THE STATE OF HAWAII CONCERNING GRIEVANCES, LABOR DISPUTES, WAGES, FRINGE BENEFITS, HOURS AND OTHER EMPLOYMENT CONDITIONS.

FORM 990, PART VI, SECTION A, LINE 4: SEE ATTACHED FOR AMENDED AND RESTATED BYLAWS OF THE HAWAII STATE TEACHERS ASSOCIATION (REVISED, AUGUST 2009)

FORM 990, PART VI, SECTION A, LINE 6: THE ORGANIZATION HAS 5 CLASSES OF MEMBERS: ACTIVE MEMBERS, RETIRED MEMBERS, STUDENT MEMBERS, ASSOCIATE MEMBERS AND STAFF MEMBERS.

- ACTIVE MEMBERS ARE ELIGIBLE TO VOTE, HOLD OFFICE, PARTICIPATE IN GOVERNANCE OF THE ORGANIZATION AND PARTICIPATE IN MEMBERSHIP PROGRAMS AND ACTIVITIES AS DETERMINED BY THE BOARD.

- RETIRED & STUDENT MEMBERS ARE ELIGIBLE TO PARTICIPATE IN THE ANNUAL CONVENTION, PARTICIPATE IN MEMBERSHIP PROGRAMS AND ACTIVITIES AS DETERMINED BY THE BOARD AND ARE REPRESENTED ON THE ORGANIZATION'S BOARD. THESE CLASSES OF MEMBERS ARE NOT ELIGIBLE TO VOTE FOR OFFICER ELECTION, HOLD OFFICE OR VOTE ON MATTERS RESERVED FOR ACTIVE MEMBERS VOTE.

- ASSOCIATE & STAFF MEMBERS ARE ELIGIBLE TO PARTICIPATE IN MEMBERSHIP PROGRAMS AND ACTIVITIES AS DETERMINED BY THE BOARD. THESE CLASSES OF MEMBERS ARE NOT ELIGIBLE TO VOTE, HOLD OFFICE OR OTHERWISE PARTICIPATE IN

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

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OMB No 1545-0047

2008

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Name of the organization

HAWAII STATE TEACHERS ASSOCIATION

Employer identification number
99-0145127

GOVERNANCE OF THE ORGANIZATION.

FORM 990, PART VI, SECTION A, LINE 7A: MEMBERS ELECT DELEGATES THAT ARE AUTHORIZED TO REPRESENT THEM AND VOTE ON THEIR BEHALF. AT THE ANNUAL CONVENTION THE ELECTED DELEGATES NOMINATE CANDIDATES FOR OFFICER AND BOARD OF DIRECTOR POSITIONS AND HOLD A VOTE TO ELECT OFFICERS AND BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION A, LINE 10: FORM 990 IS REVIEWED AND APPROVED BY THE DIRECTOR OF FINANCE AND ACCOUNTING AND OFFICER SIGNING THE RETURN.

FORM 990, PART VI, SECTION B, LINE 12C: EACH DIRECTOR, OFFICER AND EMPLOYEE SHALL ANNUALLY COMPLETE A DISCLOSURE FORM IDENTIFYING ANY RELATIONSHIPS, POSITIONS OR CIRCUMSTANCES IN WHICH HE OR SHE IS INVOLVED THAT HE OR SHE BELIEVES COULD CONTRIBUTE TO A CONFLICT OF INTEREST. AT ANY TIME A POTENTIAL CONFLICT OF INTEREST ARISES DIRECTORS, OFFICERS AND EMPLOYEES MUST COMPLETE AND SUBMIT A DISCLOSURE FORM. DIRECTORS, OFFICERS AND EMPLOYEES MAY ALSO SUBMIT REPORTS OF POTENTIAL CONFLICTS OF INTEREST THEY BELIEVE OTHERS MAY HAVE AT ANY TIME.

FORM 990, PART VI, SECTION B, LINE 15: COMPENSATION IS DETERMINED BY THE EXECUTIVE DIRECTOR WHO IS RESPONSIBLE FOR RECRUITMENT AND EMPLOYMENT AND FORMALIZED BY A WRITTEN EMPLOYMENT CONTRACT. COMPENSATION PACKAGES ARE REVIEWED ANNUALLY BY THE PERSONNEL COMMITTEE AND SUBJECT TO APPROVAL BY THE BOARD OF DIRECTORS.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

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FORM 990, PART VI, SECTION C, LINE 19: GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART VII CONTACT ADDRESSES FOR OFFICERS, DIRECTORS, ETC:

DWIGHT TAKENO - 46-332 KUMOO LOOP

KANEOHE, HI 96744

MICHAEL MCCARTNEY - 1054 AULOA RD.

KANEOHE, HI 96744

ROGER TAKABAYASHI - 1292 ALA MAHAMOE STREET

HONOLULU, HI 96819

WILFRED OKABE - 322 NANIAKEA STREET

HILO, HI 96720

KAROLYN MOSSMAN - 3359 LOWER KULA ROAD

KULA, HI 96790

JAN TURNER - 725A 12TH AVENUE

HONOLULU, HI 96816

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

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2008

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Employer identification number

99-0145127

FORM 990, PART XI, LINE 2B - FINANCIAL STATEMENTS & REPORTING

AUDITED FINANCIAL STATEMENTS

HSTA'S FINANCIAL STATEMENTS WERE AUDITED AS PART OF A COMBINED AUDITED FINANCIAL STATEMENT WITH RELATED ENTITY HSTA POLITICAL ACTION COMMITTEE FUND.

FORM 990, PART XI - FINANCIAL STATEMENT AND REPORTING

THE AUDIT AND EVALUATION COMMITTEE IS RESPONSIBLE FOR OVERSEEING AND MONITORING FINANCIAL REPORTING. THE COMMITTEE IS ALSO RESPONSIBLE TO RECOMMEND APPOINTMENT OF PUBLIC ACCOUNTANTS.

FORM 990, PART VII - COMPENSATION OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

EXECUTIVE DIRECTOR COMPENSATION

DURING CALENDAR YEAR 2008 HSTA PARTICIPATED IN A NATIONAL EDUCATION ASSOCIATION (NEA) PROGRAM WHERE THE HSTA EXECUTIVE DIRECTOR (ED) WOULD BE AN EMPLOYEE OF NEA AND NEA WOULD BE RESPONSIBLE TO PAY THE ED'S COMPENSATION AND BENEFITS. NEA PAID THE ED A TOTAL OF \$179,728 (\$109,017 OF COMPENSATION AND \$70,712 OF BENEFITS). HSTA REIMBURSED NEA FOR \$30,000 OF THE COMPENSATION AMOUNT PAID IN 2008.

Name of the organization

HAWAII STATE TEACHERS ASSOCIATION

Employer identification number
99-0145127

Part I

[illegible]

Part II

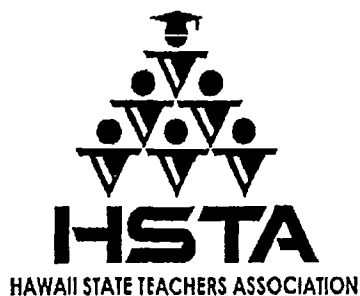
Identification of Related Tax-Exempt Organizations[illegible]

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2008

Part V Transactions With Related Organizations**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?**a** Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(A) Name of other organization(s)	(B) Transaction type (a-r)	(C) Amount involved
(1) HSTA POLITICAL ACTION COMMITTEE FUND IS A SEPARATE FUND UNDER HSTA THAT IS	R	157,468.
(2) ORGANIZED AND OPERATED PRIMARILY FOR THE PURPOSE OF MAKING POLITICAL		0.
(3) EXPENDITURES. AS SUCH, HSTA AND HSTA PAC FUND SHARE OFFICERS AND BOARD OF		0.
(4) DIRECTORS. ALL OFFICERS AND BOARD OF DIRECTORS ARE COMPENSATED BY HSTA.		0.
(5)		
(6)		



AMENDED AND RESTATED BYLAWS

OF

THE HAWAII STATE TEACHERS ASSOCIATION

Revised, August 2009

Proposed Amended and Restated Bylaws Adopted by HSTA Convention—April 4, 2009

Adopted by ratification vote of HSTA members—May 9, 2009

Certification of the ratification vote approved by HSTA Board of Directors—May 16, 2009

FOREWORD

In order to maintain pride and dignity in our profession, we teachers must continually strive to uphold our responsibilities to enhance and protect our rights in the classroom, in the educational system, and in the community at large. It is through the collective efforts of individual members of the teaching profession that teaching and learning conditions can best be improved in the schools. The Hawaii State Teachers Association resolves to encourage, support, and promote teachers' involvement in such endeavors. The Association further resolves to provide for a climate that advances democratic principles and fosters open communications among teachers so that we continue to be strong and united in purpose.

TABLE OF CONTENTS

ARTICLE	SECTION	TITLE	PAGE NO.
I		NAME	1
II		PURPOSE	1
III		OFFICES	1
IV		MEMBERSHIP	1
	1	Classification of Membership	1
	1.a.	Active Membership	1
	1.b.	Retired Membership	2
	1.c.	Associate Membership	2
	1.d.	Student Membership	2
	1.e.	Staff Membership	2
	2.	Privileges of Membership	2
	2.a.	Active Membership	2
	2.b.	Retired and Student Membership	3
	2.c.	Associate and Staff Membership	3
	3.	General Conditions of Membership	3
	4.	Limitations of Rights of Certain Active Members	3
	5.	Admission and Termination of Members	3
	6.	Membership Year	4
V		NON-MEMBER EMPLOYEES	4
	1.	Full-time Non-member Employee	4
	2.	Part-time Non-member Employee	4
	3.	Refund Procedure	4
	4.	Limitations	4
VI		CORPORATE GOVERNANCE	5
	1.	Governance	5
	2.	NEA Affiliation	5
VII		ANNUAL MEMBERS' MEETING, CONVENTION AND SPECIAL MEETINGS	5
	1.	Annual Meeting and Convention Meeting Date; Notice	5
	2.	Members Designation of Delegates and Apportionment	5
	3.	Nomination, Election, and Term of Office	6
	3.a.	Nomination	6
	3.b.	Election	6
	3.c.	Term of Office	7

TABLE OF CONTENTS

ARTICLE	SECTION	TITLE	PAGE NO:
VII		ANNUAL MEMBERS' MEETING, CONVENTION AND SPECIAL MEETINGS -- (Continued)	
	4.	Other Delegates	7
	5.	Notice	7
	6.	Special Meetings	7
	7.	Notice of Membership Meetings	7
	8.	Affidavit of Mailing Notice	7
	9.	Quorum	8
	10.	Procedure for Meetings	8
VIII		BOARD OF DIRECTORS	8
	1.	Executive Authority	8
	2.	Officers as Members of Board	8
	3.	Numbers of Directors	8
	4.	Nomination, Election, Term of Office, and Districts	8
	5.	Vacancies	9
	6.	Powers and Duties of the Board	9
	7.	Meetings of the Board; Quorum	10
	8.	Executive Director and Staff	11
IX		NON-CHAPTER AFFILIATES	11
	1.	HSTA-Retired (HSTA-R)	11
	1.a.	Definition	11
	1.b.	General Standards for HSTA-Retired	11
	2.	HSTA-Student (HSTA-S)	12
	2.a.	Definition	12
	2.b.	General Standards for HSTA-Student	12
X		CHAPTERS	12
	1.	Definition	12
	2.	General Standards for Chapters	12
	2.a.	Governance	12
	2.b.	Fiscal Practices	12
	2.c.	Chapter Activities	13
	3.	Establishment of Chapters in the Public School System	13
	4.	Employees of Private Schools	14
	5.	The Representative Assembly	14
	6.	The Faculty Representative	14

TABLE OF CONTENTS

ARTICLE	SECTION	TITLE	PAGE NO.
XI		OFFICERS OF THE CORPORATION	14
	1.	Eligibility	14
	2.	Nomination and Election	15
	3.	Term	15
	4.	Duties of the President; Succession	15
	5.	Duties of the Vice President; Succession	16
	6.	Duties and Responsibilities of the Secretary-Treasurer; Bond; Succession	16
XII		DELEGATES TO NEA REPRESENTATIVE ASSEMBLY; STATE NEA DIRECTOR AND ALTERNATE DIRECTOR	17
	1.	Delegates to the NEA Representative Assembly.	17
	2.	State NEA Director and Alternate Director	17
	2.a.	Term of Office	17
	2.b.	Eligibility	17
XIII		DUES, ASSESSMENTS, FEES, AND FISCAL YEAR	17
	1.	Dues	17
	2.	Payment and Enforcement	18
	3.	Fiscal Year	18
XIV		COMMITTEES	18
	1.	Committees	18
	2.	Standing Committees	22
	3.	Special Committees	22
XV		REMOVAL OF OFFICERS, DIRECTORS, DELEGATES, REPRESENTATIVES; DISCIPLINARY ACTIONS; EXHAUSTION OF INTERNAL PROCEDURES AND REMEDIES; DUE PROCESS REQUIREMENTS AND JUDICIAL PANEL	23
	1.	Removal	23
	2.	Disciplinary Actions	24
	3.	Exhaustion of Internal Procedures and Remedies	25
	4.	Due Process Requirements	25
	5.	The Judicial Panel	25
XVI		AMENDMENTS TO THE ARTICLES OF INCORPORATION	26
	1.	Submittal of Amendments	26

TABLE OF CONTENTS

ARTICLE	SECTION	TITLE	PAGE NO.
XVII		AMENDMENTS TO THE BYLAWS	27
	1.	Submittal of Amendments	27
	2.	Consideration of Amendments by the Board of Directors	27
	3.	Consideration of Bylaws Amendments by the Convention	28
XVIII		CONFLICTS OF INTEREST; USE OF CORPORATE NAME OR SYMBOL	28
	1.	Conflicts of Interest	28
	2.	Use of Corporate Name or Symbol	28
ADDENDUM A		DEFINITION PAGE	29

AMENDED AND RESTATED BYLAWS
OF
THE HAWAII STATE TEACHERS ASSOCIATION

ARTICLE I. NAME

The name of this "Corporation" shall be THE HAWAII STATE TEACHERS ASSOCIATION.

ARTICLE II. PURPOSE

The purposes of this Corporation shall be as follows:

1. To serve as an employee organization within the meaning of Chapter 89, Hawaii Revised Statutes, and the exclusive representative of teachers and other personnel of the Department of Education for the purpose of collective bargaining.
2. To promote and fulfill the specific objectives and goals of an affiliate association of the National Education Association of the United States ("NEA") as set forth in Section 1 of the NEA Bylaws.
3. To serve as a "labor organization" within the meaning of Chapter 377, Hawaii Revised Statutes, and 29 U.S.C. § 151 for the purpose, in whole or in part, of dealing with employers concerning grievances, labor disputes, wages, rates of pay, hours of employment or other conditions of employment.
4. To promote and protect the constitutional rights of public and private employees in Hawaii.

ARTICLE III OFFICES

The Corporation's principal office shall be 1200 Ala Kapuna Street, Honolulu, Hawaii 96819, or such other place as shall be designated by the Board of Directors from time to time.

ARTICLE IV. MEMBERSHIP

Section 1. Classification of Membership.

a. Active Membership.

- (1) An "Active Member" is any person who is employed in the public school system as a teacher or other personnel of the State Department of Education under the same salary schedule, or who is employed in any private school in the State of Hawai'i in a similar capacity, provided such person meets the eligibility requirements for active membership in the National Education Association.

- (2) All full-time Active Members shall pay the full annual dues of the Corporation and be members in good standing of the appropriate chapter and of the National Education Association.

All part-time Active Members shall pay annual dues as determined by the Corporation Board of Directors ("Board") and be members in good standing of the appropriate chapter and of the National Education Association.

b. Retired Membership.

A "Retired Member" is any person retired from a position in a public school system or a private school or system, who has held active membership in the Corporation or any other state affiliate of the National Education Association for at least one (1) year immediately prior to retirement. In addition, any retired person who has held active membership in the Corporation for at least five (5) years shall be eligible to be a Retired Member. The dues for Retired Members shall be set by the Board.

c. Associate Membership.

An "Associate Member" is any individual who has served as an officer of the Corporation or as Executive Director or any active educator who is not either a bargaining unit or Retired Member, but who is interested in advancing the cause of education. Such person may be admitted as an Associate Member of the Corporation upon the payment of dues for an Associate Membership, which shall be set by the Board.

d. Student Membership.

A "Student Member" is any student enrolled in or preparing for a program of study in an accredited institution of higher learning that qualifies the student for a career in education. The dues for Student Members shall be set by the Board.

e. Staff Membership.

A "Staff Member" is any person employed by the Corporation. Staff Members may not hold elective or appointed positions at any level within the governance of the Corporation. The dues for Staff Members shall be set by the Board.

- f. The Active Members, Retired Members, Student Members, Associate Members and Staff Members shall be referred to as "Member(s)."

Section 2. Privileges of Membership.

a. Active Membership.

Any Active Member of the Corporation shall be eligible to vote, hold office, and otherwise participate in the governance of the Corporation, except as set forth in Section 4 below. Active Members shall also be eligible to participate in such membership programs and activities as established by the Board.

b. Retired and Student Membership.

Retired and Student Members shall have representation on the Board, be eligible to participate in the Convention, and shall have the right to participate in such other programs and activities as shall be determined by the Board. They will not be eligible to vote for officers of the Corporation, hold corporate office, or vote on matters reserved by statute for bargaining unit employees who are Active Members and persons who pay agency fees.

c. Associate and Staff Membership.

Associate and Staff Members shall not be eligible to vote, hold office, or otherwise participate in the governance of the Corporation, but shall have the right to participate in such other programs or activities as shall be determined by the Board.

Section 3. General Conditions of Membership.

Each Member shall agree to abide by these Bylaws and to adhere to the Code of Ethics of the Education Profession as adopted by the NEA.

Section 4. Limitations of Rights of Certain Active Members.

- a. Any Active Member who is a paid employee of the Corporation shall not be eligible to vote, hold office, or otherwise participate in the governance of the Corporation during the period of such employment, but this provision shall not apply to persons who, by virtue of their office, are provided expense of living allowances by specific action of the Board. Any Active Member who is an officer of any other organization which is a competitor for bargaining rights within the same unit as the Corporation, or which opposes such bargaining rights for the Corporation, shall not, at the same time, be eligible to be an elected or appointed official of the Corporation or any of its chapters.
- b. Any Active Member who is temporarily assigned as an Educational Officer or Educational Specialist shall not be eligible to vote, hold office or otherwise participate in the governance of the Corporation during the period of such assignment.

Section 5. Admission and Termination of Members.

- a. To be admitted as a Member of the Corporation an applicant shall submit a payroll deduction form voluntarily authorizing deduction of regular dues which shall include NEA and the Corporation's annual dues, assessments, and fees. Where payroll deduction or assignment is unavailable, an applicant shall voluntarily seek enrollment in a membership program and arrange for the direct payment of regular dues.
- b. The Board may review applications for membership and reject any applicant for good cause including failure to meet eligibility requirements or disqualification under the NEA or the Corporation's Bylaws.

- c. Upon voluntary payment of regular dues through payroll deduction, assignment, or direct payment a Member shall be responsible for continuing membership in good standing through payment of regular dues in a timely manner. A Member who ceases to be in good standing may be deleted from the membership rolls of the Corporation following a written notice sent to the last known address of the individual within fifteen (15) days prior to the effective date of termination.
- d. Full-time Active and part-time Active Members who are Members in good standing shall remain Members from year to year, unless the Member is terminated as a bargaining unit employee or is subject to disciplinary action and expelled under Article XV of the Bylaws.
- e. A Member who ceases to be in good standing by failure to make timely payment of regular dues shall pay for all unpaid amounts of regular dues, plus ten percent (10%) interest per annum and attorney's fees and costs incurred by the Corporation to enforce compliance with the obligation of membership.

Section 6. Membership Year.

The membership year shall be from September 1 through August 31.

ARTICLE V. NON-MEMBER EMPLOYEES

Section 1. Full-time Non-member Employee.

A full-time non-member employee in a bargaining unit who is represented for purposes of collective bargaining by the Corporation shall pay the equivalent of "regular dues" as defined by Article XIII, Section 1 of the Bylaws paid by full-time Active Members of the Corporation as provided in Section 89-4, Hawaii Revised Statute ("HRS"), or applicable collective bargaining agreement.

Section 2. Part-time Non-member Employee.

A part-time non-member employee in a bargaining unit who is represented for purposes of collective bargaining by the Corporation shall pay the equivalent of "regular dues" as defined by Article XIII, Section 1 of the Bylaws paid by full-time Active Members during all payroll periods while not on leave without pay.

Section 3. Refund Procedure.

A non-member employee in a bargaining unit who files a timely written objection to expenditures made by NEA and the Corporation for activities of a political and ideological nature unrelated to terms and conditions of employment shall be refunded the amount of agency fees which represent the employee's pro rata share of expenditures for such activities in accordance with the procedure established by the Corporation under Section 89-4, HRS, and other applicable law.

Section 4. Limitations.

Non-member employees in a bargaining unit who are represented for purposes of collective bargaining by the Corporation shall not have the rights, benefits, and powers reserved for Members of NEA and the Corporation.

ARTICLE VI. CORPORATE GOVERNANCE

Section 1. Governance.

The governance of the Corporation shall be vested in the Convention and the Board of Directors as more particularly described in Article VIII, Section 1 and Article VIII, Section 6. The Board shall establish standard operating policies and procedures for the governance of the Corporation in accordance with its Articles and these Bylaws, which shall be set forth in a governance manual (the "Governance Manual"). Matters of local concern, as delegated in these Bylaws, or by action of the Board, shall be handled by the various chapters and their Representative Assemblies in accordance with the Governance Manual.

Section 2. NEA Affiliation.

The Corporation shall be a State affiliate of the National Education Association and operate in compliance with that organization's Constitution and Bylaws, unless otherwise required in order to comply with state and federal laws.

ARTICLE VII. ANNUAL MEMBERS' MEETING, CONVENTION AND SPECIAL MEETINGS

Section 1. Annual Meeting and Convention Meeting Date; Notice.

The annual meeting of the Members shall be referred to as the "Convention", which shall be held at a time, place and specific date set by the Board of Directors.

Section 2. Members Designation of Delegates and Apportionment.

- a. The Members entitled to vote at the Convention shall designate delegates to the Convention to act on their behalf ("Delegates") to (1) elect the Board of Directors of the Corporation as provided by Section 414D-115 of HRS, as amended from time to time, (2) vote on amendments to the Bylaws, and (3) transact such other business as may appropriately come before the Convention or any special meeting of the Delegates.
- b. Delegates to the Convention shall be apportioned according to the one-person, one-vote rule. Specific exceptions to the application of this principle may be set forth in these Bylaws. Delegates shall be apportioned to each chapter on the basis of one (1) delegate for each 25 Active Members, or major fraction thereof. Each chapter shall be entitled to at least one (1) Delegate. The allocation of Delegates will be based on the number of Active Members of the Corporation in each chapter as of the close of business on January 15 of each year, or the next succeeding business day, if such be a Saturday, Sunday, or holiday (the "Record Date"). Persons shall be considered Active Members if their dues payments are current or they have signed dues deduction authorizations which are on file with the Corporation on the Record Date. The certified list of Active Members for each chapter as of the Record Date and the apportionment of Delegates shall be issued by the Elections Committee within ten (10) days after the Record Date and sent to each chapter president. Such lists and Delegate allocations shall be available for inspection by any Active Member at the office of the Corporation during working hours.
- c. The allocation of Delegates for Retired Members shall be based on a ratio of 1:50 for the first 50 Retired Members and an additional Delegate for each 500 Retired Members thereafter. The allocation of Retired Members shall be subject to the same count dates and procedures as for Active Members.

- d. The allocation of Delegates for Student Members shall be based on a ratio of 1:50 for the first 50 Student Members of the respective campus. The respective campus shall receive a second credential when student membership reaches 750 and an additional Delegate for each 500 Student Members thereafter. The allocation of Student Members shall be subject to the same count dates and procedures as for Active Members.

Section 3. Nomination, Election, and Term of Office.

a. Nomination.

Convention Delegates shall be nominated by the Members of the respective chapter at a meeting duly called and held for the purpose, or by petition in accordance with the procedures set forth in the Governance Manual. If by petition, it must be duly signed by ten percent (10%) or fifty (50) of the Active Members of the chapter, whichever is less, and submitted to the chapter president prior to the nomination meeting of the chapter. Delegates must be Members in good standing of the Corporation.

The nomination meeting of the chapter shall be held no less than five (5), but not more than fifteen (15) teacher-working days after the Record Date set forth in Section 2 above. Notice of the meeting and its purpose shall be given by the chapter president to each Member of the chapter and shall be posted on each school bulletin board. Such notice shall also include the requirements for nomination petitions.

b. Election.

Election of Delegates to the Convention shall be conducted by secret ballot of the Members in good standing in each chapter on the election day or days as set by the Board of Directors no less than five (5) but not more than fifteen (15) teacher-working days after the nomination meeting. The chapter shall be responsible for the conduct of the election in accordance with the Governance Manual, provided that:

- (1) notice of the time and place of voting shall be announced by posting on the bulletin board of each school or other place where Members are employed at least five (5) teacher-working days prior to the election;
- (2) secrecy of the ballot is maintained;
- (3) the ballots are counted; and
- (4) the results are certified to by the tellers authorized by the chapter under the observation of interested Members.

Where the chapter conducts the election for officers of the chapter, Corporation Board members, and Delegates to the Convention at the same time, a person may run for chapter office, Board member and Delegate, but the respective candidacies shall be listed separately on the ballot.

The results of the election in each voting place shall be reported and certified on forms provided by the Elections Committee of the Corporation.

c. Term of Office.

Delegates to Convention shall be elected for a one (1) year term. A chapter may elect alternate Delegates at the time of the Delegate election. Such alternates shall serve as determined by the chapter in accordance with the Governance Manual and as specified on the ballot. A Delegate to the Convention who is unable or unwilling to attend may only be replaced by a duly elected alternate.

Section 4. Other Delegates.

- a. The persons holding the following offices or positions shall be ex-officio delegates to the Convention without vote: President, Vice President, and Secretary-Treasurer, and the NEA Director or Directors.
- b. The persons holding the following offices or positions shall be ex-officio delegates to the Convention without vote: chapter presidents, members of the Corporation's Board of Directors, and chairs of standing committees of the Corporation. Such an ex-officio delegate may also be a voting Delegate if so elected by his or her chapter.
- c. Ex-officio delegates may attend the Convention in person, but not by proxy or substitute. Any person who is both an ex-officio and elected Delegate shall have but one (1) vote as an elected Delegate.

Section 5. Notice.

The Board shall issue the official notice of the Convention at least 120, but not more than 150, days prior to the date set for the Convention in accordance with the procedures set forth in the Governance Manual. The notice shall include the time and place of the Convention, the method of apportioning the various Delegates, the date when such apportionment will be determined, and the date or dates when the various elections for Delegates will be held.

Section 6. Special Meetings.

A special meeting of the Delegates for any lawful purpose may be called at any time by the Board, the President, or by fifty percent (50%) or more of the Members eligible to vote.

Section 7. Notice of Membership Meetings.

Written notice of any regular or special meeting of the Delegates shall be provided to Delegates entitled to vote at such meeting of the membership, not less than ten (10) nor more than sixty (60) days before the date of such meeting. Such notice shall specify the time and place of the meeting and, in the event of a special meeting, the purpose(s) for which the meeting has been called. The notice shall be delivered either by mail or in person at the direction of the President, Secretary-Treasurer or other persons calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the Member at the Member's address as it appears on the records of the Corporation, with postage thereon prepaid.

Section 8. Affidavit of Mailing Notice.

An affidavit of the mailing of any notice of any Convention or Delegate's meeting, or of the giving of such notice by other means, may be executed by the Secretary-Treasurer, and if so executed, shall be filed and maintained in the Corporation's minute book.

Section 9. Quorum.

At any meeting of the Delegates to the Convention, fifty percent (50%) of all votes shall constitute a quorum for all purposes, except as otherwise provided by law. A majority of the votes entitled to be cast on a matter to be voted upon by the Delegates present at the Convention or a special meeting at which a quorum is present shall be necessary for the adoption of the matter to be voted upon. In the absence of a quorum, or when a quorum is present, a meeting may be adjourned from time to time by a vote of a majority of the Delegates present in person without notice other than by announcement at a meeting and without further notice to any absent Delegates.

Section 10. Procedure for Meetings.

All meetings of the Delegates shall be held in accordance with Robert's Rules of Order or ratified by a majority vote of the Members eligible to vote.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. Executive Authority.

Except as set forth in Article VI, Section 1, the executive powers of the Corporation shall be vested in its officers and the Board of Directors.

Section 2. Officers as Members of Board.

The officers of this Corporation as set forth in Article XI of these Bylaws shall serve as voting members of the Board of Directors. Each officer shall be entitled to one (1) vote.

Section 3. Numbers of Directors.

The Board of Directors shall be comprised of at least one (1) director from each chapter. The authorized number of directors shall be established by the Board of Directors from time to time and set forth in the Governance Manual (each a "Director"), but in no event shall be less than three (3) as required by law. Despite the expiration of a Director's term, the Director shall continue to serve until the Director's successor is elected and qualified.

Section 4. Nomination, Election, Term of Office, and Districts.

- a. The Directors shall be nominated by the Members of their respective chapter eligible to vote, or by petition duly signed by ten percent (10%) or fifty (50) Active Members of the chapter, whichever is less; and such nominations shall be submitted to the chapter president prior to the nomination meeting of the chapter. Directors shall be Active Members of the Corporation for two (2) years preceding their election and may be elected members of their respective Representative Assemblies. The nomination meeting of the chapter shall be conducted at the same time and under the same procedures as set forth in Article VII, Section 3a and b, relating to Convention Delegates.
- b. The Directors shall be elected by the Delegates at the Convention in accordance with Article VII, Section 2. Where the chapter has but one (1) Director, or more than one (1) elected at large, the election shall be by vote of the Active Members of the chapter. Where the chapter has more than one (1) Director, and elects such from districts or other subdivisions of the chapter, the election shall be by vote of the Active Members in such district or subdivision.

- c. Directors shall be elected for three (3) year terms, which shall overlap where the local chapter is entitled to more than one (1) Director. A Director's term shall be from July 1 to June 30. No Director shall serve for more than two (2) full consecutive terms, but may be elected again after a lapse of one three (3) year term.
- d. Directors shall not serve as chairs or members of the State standing committees.
- e. Where a chapter has more than one (1) Director, it may require all to run at large; or it may establish districts or other subdivisions within the chapter, provided that such districts or subdivisions shall contain approximately equal numbers of Active Members within a permissible variance of ten percent (10%). Such districts or subdivisions of the chapter shall be established in accordance with the Governance Manual.

Section 5. Vacancies.

In the event of a vacancy on the Board of Directors, the remaining Directors will appoint, from the applicable chapter or geographic area, an interim Director to serve until the next regularly scheduled election.

Section 6. Powers and Duties of the Board.

- a. In addition to the executive authority of the Board described in Section 1, the Board of Directors shall engage in strategic planning that guides the Corporation in meeting its purpose. It shall evaluate current and projected activities to determine if the policies of the Corporation are being carried out and shall have the authority to:
 - (1) Receive, collect, hold, invest, and disburse all money payable to or by the Corporation;
 - (2) Deposit any money of the Corporation in such financial institutions selected by the Board of Directors;
 - (3) Pay or lend out of the Corporation sums of money necessary to effectuate the purposes of the Corporation, administer the Corporation, and for costs incurred in establishing the Corporation;
 - (4) Employ persons or enter into contracts for the providing of services to the Corporation, and to pay or cause to be paid compensation and expenses in connection therewith;
 - (5) Establish an administrative office and secure real or personal property for the administration of the Corporation;
 - (6) Determine and establish types of educational and charitable programs to be conducted;
 - (7) Promulgate rules and regulations and exercise all other powers necessary to effectuate the purpose of the Corporation; and
 - (8) Enact emergency amendments to the Bylaws of the Corporation in accordance with Article XVII, Sections 1b and 2c-d in order to ensure compliance with applicable federal and state law.

- b. The Board shall administer, enforce, and, where necessary, interpret the Bylaws, oversee the collection and expenditure of dues and other income, and carry out the principles of the Corporation set forth in a policy manual (the "Policy Digest").

The Board shall submit a copy of the audited financial statements of the Corporation to the Convention each year.

The Board shall establish and administer the budget for the Corporation in accordance with the procedures set forth in the Governance Manual.

- c. The Board shall determine the salaries and benefits of employees of the Corporation or agree to such through collective bargaining where appropriate.
- d. The Board shall determine the allowances and benefits of the Corporation President.
- e. The Board shall have the authority to appoint, discharge, or contract with the Executive Director and to assign various duties to and determine the salary and other benefits of such person.
- f. The Board shall have the power to confirm or reject appointments made by the President of the Corporation to special committees, to the chairs of standing committees, and all other appointments where such appointees shall represent the Corporation.
- g. The Board shall approve the establishment of special committees. The Board shall also approve the assignment of additional functions to standing or special committees.
- h. The Board shall, between Conventions, formulate the principles of the Corporation where such are not in conflict with principles adopted by the Convention. Any such principles adopted by the Board shall be in writing, be reflected in the minutes, included in the Policy Digest and be available for inspection by any Active Member. All principles shall remain in effect until rescinded by the Board or the Convention, as applicable. Copies of all principles shall be sent to each chapter.

Section 7. Meetings of the Board; Quorum.

- a. The Board shall meet at a time and place it shall determine at least the minimum number of times annually set forth in the Governance Manual. Special meetings of the Board may be called by the President of the Corporation, at his or her discretion, and shall be called on receipt of a written or confirmed oral request for such meeting from the majority of the Board members. A special meeting of the Board shall be held within twenty-four (24) hours after the adjournment of the Convention. All meetings of the Board shall be open to Active Members of the Corporation unless the Board, by a vote of two-thirds of all the Board members on the question at that particular meeting, shall decide to go into executive session.
- b. A quorum of the Board shall be declared when a majority of the Directors are present, provided such a majority shall include representation of one (1) Director from each O'ahu chapter and a majority of the Directors from the neighbor-island chapters.

Section 8. Executive Director and Staff.

- a. The Executive Director shall devote his or her entire time and energy to the interests of the Corporation and shall serve under contract with the Board, provided that no contract shall extend for more than four (4) years.
- b. The Executive Director shall perform such duties as are assigned by the Board. In addition, the Executive Director shall have the following specific duties and responsibilities:
 - (1) Be a member, ex-officio but without vote, of all committees of the Corporation.
 - (2) Attend all meetings of the Board, except when matters of direct concern to the Executive Director's office are under consideration.
 - (3) Appoint and discharge staff according to guidelines and budgetary authorizations set by the Board, and in accord with any applicable collective bargaining agreement.
 - (4) Appoint and discharge other staff who are not members of any bargaining unit, in accord with guidelines and budgetary authorizations set by the Board.
 - (5) Keep the minutes of the Board and circulate the minutes to Directors, committee chairs, and chapter presidents.
 - (6) Keep the minutes of the annual Conventions and circulate a report of the Convention to Directors, head faculty representatives of each school, committee chairs, and chapter presidents.
 - (7) Be directly responsible for the day-to-day operation of the Corporation and the work and performance of its staff and other employees.

ARTICLE IX. NON-CHAPTER AFFILIATES

Section 1. HSTA-Retired (HSTA-R).

- a. Definition.

The HSTA-Retired (HSTA-R) is an organization comprised solely of the Retired Members of the Corporation, which organization has, entered into a Memorandum of Understanding with the Corporation governing the rights and obligations of the members of HSTA-R.

- b. General Standards for HSTA-Retired.

HSTA-R shall operate in accordance with the Charter and Bylaws of the Corporation. The HSTA-R bylaws and amendments to those bylaws shall be adopted by the HSTA-R's Board of Directors.

Section 2. HSTA-Student (HSTA-S).

a. Definition.

The HSTA-Student (HSTA-S) is an organization comprised solely of Student Members of the Corporation who are enrolled in a post-secondary program that is preparatory for employment in a position that would make him or her eligible for active membership, which organization has entered into a Memorandum of Understanding with the Corporation governing the rights and obligations of the members of HSTA-S.

b. General Standards for HSTA-Student.

HSTA-S shall operate in accordance with the Charter and Bylaws of the Corporation. The HSTA-S bylaws and amendments to those bylaws shall be adopted by the HSTA-S's Board of Directors.

ARTICLE X. CHAPTERS

Section 1. Definition.

A unit of the Corporation comprised of Members in good standing of the Corporation within an appropriate unit of the public school system as described in Section 3a below may be established as a "chapter" of the Corporation.

Section 2. General Standards for Chapters.

All chapters shall meet the following standards:

a. Governance.

- (1) A representative assembly of the chapter ("Representative Assembly") shall be elected in accordance with the one-person, one-vote principle.
- (2) Elections shall be conducted with open nominations and a secret ballot.
- (3) Chapter members shall be Members in good standing of the Corporation and members of the NEA.
- (4) The chapter shall be governed in accordance with the Governance Manual.
- (5) The chapters shall have such elected officers as they determine in accordance with the Governance Manual, provided that at a minimum that each chapter shall elect a president.

b. Fiscal Practices.

- (1) Dues or assessments over and above the standard dues and/or service fees being paid by Active Members of the Corporation, may be assessed from chapter Members; but such additional amounts shall be approved by the Members of the chapter and be accounted for in accordance with the Governance Manual.
- (2) The chapter's fiscal records and accounts shall be maintained in accordance with the Governance Manual.

c. Chapter Activities.

The chapter's planned activities shall carry out the goals and objectives of the Corporation and shall be conducted in accordance with the Governance Manual.

Section 3. Establishment of Chapters in the Public School System.

- a. A chapter must be organized within a geographic area of the public school system. Such area is defined as: (1) an island; (2) a Department of Education administrative district; (3) a Department of Education complex; (4) two or more contiguous Department of Education complexes; or (5) the existing Corporation complexes as of September 1, 1975.

All Active Members of the Corporation within such area shall be members of the chapter. Active Members serving in administrative offices, or other units not part of a school, shall be assigned by the Board to the chapter serving the area in which their office or unit is located, or where they perform the bulk of their services.

- b. Additional chapters may be created in accordance with the following procedures:

- (1) At least thirty percent (30%) but no less than 201 Active Members within the proposed geographic area shall state that they desire to organize as a separate chapter.
- (2) Within sixty (60) days after receipt of the petition, the Board shall give notice to the officers of the chapter within whose geographic area the petitioning Members are then located and conduct a hearing.
- (3) If the Board, after a hearing, shall determine that the proposed chapter is within an appropriate geographic area and the petition is in order, it shall instruct the Elections Committee to conduct an election within the chapter within whose geographic area the petitioning Members are then located by secret ballot on the question of whether the Active Members favor, or do not favor, the proposed chapter. If a majority of those voting favor the proposed chapter, the Board shall establish such chapter, subject to its meeting the standards set forth herein. If a majority of those voting do not favor the proposed chapter, it shall be declared by the Board to be rejected. Elections shall be held within 120 days after the submittal of the petition to the Board. No more than one (1) election shall be held in a chapter within whose geographic area the petitioning Members are then located in any fiscal year. The Board shall establish rules for the receipt of petitions and the conduct of hearings and elections, and any appeals related thereto, which shall be set forth in the Governance Manual. The Board may delegate such procedures, or some of them, to a hearing officer or a committee.
- (4) If a new chapter is established within or including a geographic area formerly serviced by an existing chapter, the Board shall require amendments to the Governance Manual as may be necessary to conform to the existence of the new chapter. The Director sits on the Board. The votes cast by the Directors affected shall also be adjusted to recognize the new chapter and the modification of the existing chapter.

Section 4. Employees of Private Schools.

An employee of a private school who, if an employee of the public school system would be eligible to be a Member of the Corporation, may be accepted as a chapter Member. Such persons may become Associate Members or Active Members, on the payment of the required dues. If such a person becomes an Active Member, he or she shall be eligible to join the public school chapter serving the geographic area in which he or she is employed with full and equal rights to participate in the governance of the chapter and the Corporation.

Section 5. The Representative Assembly.

- a. The voting members of the Representative Assembly of each chapter shall be composed of the various faculty representatives and the elected officers of the chapter. Appointed officers shall serve without vote. Each school or unit shall have at least one (1) representative. Additional representatives shall be allotted by the chapter on a ratio of one (1) representative per ten (10) Active Members, or major fraction thereof in excess of the first ten (10) Active Members. Notwithstanding the foregoing, a member of the Corporation's Board of Directors representing the particular chapter shall be a voting member of the chapter's Representative Assembly.
- b. The president of the chapter shall preside over meetings of the Representative Assembly. The Representative Assembly shall meet during the school year in accordance with the Governance Manual.
- c. The chapter may allow other persons to participate in the meetings of the Representative Assembly, but without vote.
- d. The Representative Assembly shall be responsible for recommending to the Board of Directors of the Corporation various measures, policy decisions, or other actions to be taken in regard to any school or other unit, or any personnel of such school or unit, within the geographic area served by the chapter. It shall be the duty of the Director or Directors representing the chapter to transmit such concerns or recommendations to the Board.
- e. The Representative Assembly shall have such other functions as set forth in the Governance Manual.

Section 6. The Faculty Representative.

The faculty representative shall be elected by secret ballot of the Active Members in the various schools and units within a chapter according to the apportionment determined in accordance with the Governance Manual.

ARTICLE XI. OFFICERS OF THE CORPORATION

Section 1. Eligibility.

The officers of the Corporation shall be the President, Vice President, and the Secretary-Treasurer. All shall be Active Members of the Corporation and shall have been such for three (3) years preceding their election. No officer, during his or her term, shall serve as an officer or director of the NEA or any of its other affiliates. Such person may serve as a Delegate to the Convention, if so elected, or to the NEA Representative Assembly.

Section 2. Nomination and Election.

- a. Candidates for officers shall be nominated by petition of the Members eligible to vote thereon.

Candidates for such offices shall be nominated by petition signed by two percent (2%) of the Active Members of the Corporation and delivered to the Corporation's office on a date determined annually by the Board of Directors.

- b. The Elections Committee shall draft and submit rules governing campaigning to the Board for approval in accordance with these Bylaws and which upon approval of the Board shall be incorporated into the Governance Manual.
- c. Within 20 business days after the close of nominations, a secret ballot election by the Members eligible to vote thereon shall be conducted under the direction and supervision of the Elections Committee. The Elections Committee shall administer the counting of the ballots and certify the results of the election to the Board. The candidates receiving the majority of the votes cast for each of the offices named herein shall be declared elected. If no candidate receives a majority of the votes cast for that particular office, a run-off election shall be held within ten (10) business days between the two (2) persons receiving the highest number of votes and the winner of such run-off election shall be declared elected.

Section 3. Term.

The officers shall be elected for three (3) years, said term to begin two (2) days after the close of the NEA Representative Assembly. No officer may serve more than two (2) consecutive terms.

Section 4. Duties of the President; Succession.

- a. The President of the Corporation shall be on full-time association leave and shall serve with allowances and benefits to be determined by the Board. The President shall have the following duties and responsibilities:

- (1) Act as official spokesperson for the Corporation.
- (2) Act as chair of the Convention and, as such, select the Parliamentarian.
- (3) Serve as an ex-officio member, without vote, of all governance, standing special and Board committees.
- (4) Appoint (subject to approval of the Board) governance, standing and special committee chairs, special committee members, chairs and members of Board committees, and all other appointments where such appointees shall represent the Corporation.
- (5) Oversee and coordinate the work of all committees.
- (6) Prepare, (with the assistance of the Secretary-Treasurer, the Executive Director, and other persons concerned), the biennial budget for submittal to the Board.

- (7) Review programs and policies of the Corporation and recommend priorities to the Board.
 - (8) Prepare agendas for Board meetings and provide, with the assistance of staff, necessary information for Board decisions.
 - (9) Attend meetings of the NEA Representative Assembly and may serve as chair of the delegation.
 - (10) Otherwise administer the affairs of the Corporation as its chief governance officer, including such additional and specific duties which may be assigned by the Board.
- b. In the event the President shall be unable or unwilling to complete his or her term of office, the position shall be filled by the Vice President for the remainder of the term.

Section 5. Duties of the Vice President; Succession.

- a. The Vice President shall have the following duties and responsibilities:
- (1) Serve as chair of the Convention in the absence of the President.
 - (2) Serve as an ex-officio member, without vote, on all governance, standing, special and Board committees, provided that the Vice President may be appointed as chair of a special committee.
 - (3) Attend meetings of the NEA Representative Assembly.
 - (4) Perform such other duties as may be assigned by the President, the Board, or the Convention.
- b. If the Vice President shall be unable or unwilling to complete his or her term of office, the President, with the advice and approval of the Board, shall appoint a successor from among the members of the Board. The successor shall serve the balance of the term.

Section 6. Duties and Responsibilities of the Secretary-Treasurer; Bond; Succession.

- a. The Secretary-Treasurer shall be the chief fiscal officer of the Corporation and shall have the following duties and responsibilities:
- (1) Authorize the receipt of and deposit in appropriate accounts all income of the Corporation, including, but not restricted to, dues, service fees, income from various programs and services, grants, and gifts.
 - (2) Pay out such funds as are necessary to operate the Corporation and its programs pursuant to the budget and subject to approval of the Board.
 - (3) Prepare at the close of each fiscal year, with the assistance of a certified public accountant, an audit of all of the accounts of the Corporation.
 - (4) Advise and, with the assistance of staff, provide fiscal oversight and accounting services to the various chapters and nongovernance affiliates.

- (5) Perform such other fiscal functions as may be assigned by the President, the Board, or the Convention.
- (6) Chair the Board Finance Committee.
- b. The Secretary-Treasurer shall furnish a bond in an amount set by the Board. The premium for such bond shall be paid by the Corporation.
- c. If the Secretary-Treasurer shall be unable or unwilling to complete his or her term of office, the President shall appoint a successor from the Board of Directors, subject to the approval of that Board. The successor shall serve the balance of the term.

ARTICLE XII. DELEGATES TO NEA REPRESENTATIVE ASSEMBLY; STATE NEA DIRECTOR AND ALTERNATE DIRECTOR

Section 1. Delegates to the NEA Representative Assembly.

Delegates to the NEA Representative Assembly shall be allocated and elected in accordance with the NEA Constitution and the procedures set forth in the Governance Manual.

Section 2. State NEA Director and Alternate Director.

a. Term of Office.

The State NEA Director and Alternate Director shall be elected every third (3rd) year by the active members of NEA within the State in accordance with the Governance Manual. They shall serve no more than two (2) terms.

b. Eligibility.

To be eligible as candidates, they must have been active members of the NEA for at least two (2) years immediately preceding the election. The term shall start on September 1 of the calendar year in which the NEA Director and Alternate Director are elected.

ARTICLE XIII. DUES, ASSESSMENTS, FEES, AND FISCAL YEAR

Section 1. Dues.

- a. The amount of "regular dues" under Section 89-4, Hawaii Revised Statutes, HRS, and Section 88-95, HRS, shall consist of the annual dues, assessments, and fees of NEA and the Corporation by classification of membership prorated by the number of payroll periods per year. The Corporation's portion shall be established by the Board by July 1 of each year, provided that the preceding year's amounts may remain in effect for the succeeding year if unchanged by July 1. The NEA portion shall be separately established by NEA. A written statement of the applicable amount of regular dues shall be submitted to the employer for payroll deduction and withholding purposes as provided by statute or collective bargaining agreement.

- b. The annual Corporation dues for full-time Active Members shall not exceed one percent (1%) of the highest teacher annual rate effective July 1 negotiated by the Corporation in its collective bargaining agreement with the public employer. The annual Corporation assessment may include chapter or affiliate dues, the amount of delinquent and past unpaid dues with ten percent (10%) interest per annum, and charges for association benefits, programs and activities, and the uninsured portions of court judgments against the Corporation for each classification of Members. Annual Corporation fees may include fines against Members who are subject to disciplinary action, or attorney's fees and costs against a losing party who initiates a legal action against the Corporation.

Section 2. Payment and Enforcement.

- a. Payment of regular dues shall be made promptly through payroll deduction or assignment pursuant to statute or applicable collective bargaining agreement. Where payroll deduction or assignment is unavailable or not authorized by the Member, the Member shall make payment of regular dues directly to the Corporation by the end of each payroll period.
- b. The Corporation may initiate appropriate legal action on all unpaid regular dues or any portion thereof, unless payment is waived or suspended due to extenuating circumstances determined by the Board. In addition to the amount due and owing the delinquent Member or person shall be responsible for interest payable at ten percent (10%) per annum, and attorney's fees and costs incurred by the Corporation for such legal action.

Section 3. Fiscal Year.

The fiscal year of the Corporation shall be from September 1 to August 31.

ARTICLE XIV. COMMITTEES

Section 1. Committees.

- a. The Board may establish various governance, standing, special and Board committees to assist in the various functions and duties of the Board of Directors, as well as various activities of the Corporation and its Members.
- b. The Corporation shall have the following governance committees which shall function as committees of the Board:
 - (1) Charter, Bylaws, and Resolutions;
 - (2) Elections;
 - (3) Finance;
 - (4) Audit and Evaluation;
 - (5) Personnel;

and such other governance committees as the Board shall determine from time to time in accordance with the Governance Manual.

- c. Governance committee chair for the Charter, Bylaws, and Resolutions committee shall be appointed by the President subject to approval by the Board. Committee chairs for the remaining governance committees shall be selected from among the approved committee members in accordance with the Governance Manual.
- d. Each governance committee shall have a minimum of two (2) Directors appointed to the committee. The remaining members of governance committees shall be appointed in accordance with the Governance Manual.
- e. Each governance committee shall operate pursuant to the standard operating procedures set forth in the Governance Manual. There shall be no substitutes or alternates for governance committee members.
- f. The Charter, Bylaws, and Resolutions Committee shall have the following specific functions:
 - (1) It may propose and it shall receive, review, place in proper form, and recommend action to the Convention on Charter and Bylaw amendments submitted pursuant to Article XVI, Section 1 and Article XVII, Section 1.
 - (2) It may propose and it shall receive, review, place in proper form, and recommend disposition of resolutions and new business items introduced at the Convention.
 - (3) It shall oversee the implementation of resolutions, new business items, and amendments adopted by the Convention and, where necessary, recommend specific action to the Board.
 - (4) It shall conduct a continuing review of the Articles of Incorporation and of the Bylaws, as amended from time to time, and recommend appropriate changes.
- g. The Elections Committee shall have the following specific functions:
 - (1) It shall select its own chair from among its members at the last committee meeting of the year. The chair shall serve for one (1) year from July 1 to June 30.
 - (2) It shall propose rules for adoption by the Board governing the conduct of all elections for Delegates to the Convention, delegates to the NEA Representative Assembly, officers of the Corporation, NEA Directors, Directors of the Corporation, officers of the chapter and members of the chapter Representative Assemblies. Any and all complaints, protests, and challenges regarding eligibility of candidates, the conduct of the elections, or compliance with election safeguards shall be submitted in writing to the President within thirty (30) days after the occurrence, and referred to the judicial panel for hearing, decision, and order.
 - (3) It shall establish election rules and procedures which include (a) campaign safeguards, (b) inspection of (but not copying of) membership lists, and (3) distribution of campaign literature at candidate's cost provided the confidentiality and privacy of membership information is reasonably protected.

- (4) It shall propose, for adoption by the Board, convenient dates and places for such elections, striving insofar as practicable to hold elections for Delegates to the Convention, delegates to the NEA Representative Assembly, Directors of the Corporation and officers of the chapter at the same times and places in the period between the January 15 eligibility date set forth in Article VII, Section 2, and the date of elections as set by the Board.
- (5) It shall prepare and issue all necessary ballots, forms for tabulating returns, and forms for reporting results of elections.
- (6) It shall establish procedures affording candidates the right to inspect but not copy or distribute membership lists (to determine whether to challenge the eligibility of voters), and afford candidates the opportunity to distribute campaign literature by the Corporation at the candidate's request provided the entire cost is paid by the candidate, and the confidentiality and privacy of Member information is protected.
- (7) It shall conduct all referendums required for amendments to the Articles of Incorporation in accordance with Article XVI, Section 1 or Bylaws in accordance with Article XVII, Section 2d and, where feasible, conduct such referendums at the same time as the election of officers of the Corporation.
- (8) It shall determine the number of officers, Delegate, representative, or Director seats to be voted on, in accordance with the apportionment established in the Bylaws and in accordance with the Governance Manual, and certify such.
- (9) It may delegate the responsibility of conducting specific elections to the chapter or conduct them itself through designated representatives as it deems necessary.
- (10) It shall certify the results of the various elections to the appropriate Representative Assembly, Board, or Convention as follows: faculty representatives and chapter officers, Directors and officers of the Corporation to the then-sitting Board, and Delegates to the Convention and delegates to the NEA Representative Assembly. The body to which the results are certified may, on a finding that the election was improperly conducted or that errors were sufficient to affect the results, reject such results, in whole or in part, by a two thirds vote of the total membership of the appropriate body, not counting the challenged seats and without the vote of any person whose election is challenged. If the results of any election are rejected by the body concerned, the committee shall, as soon as feasible, conduct a new election for the position or positions involved; however, in the case of Delegates to the Convention, where there is insufficient time to conduct a new election during the period that the Convention is in session, the seats shall remain vacant until such an election can be held.

- (11) It shall function as the Rules, Credentials, and Elections Committee for the Convention; and shall have the following responsibilities:
- (a) Prepare and present to the Convention, on its convening, the rules of procedure for consideration by that body.
 - (b) Act as the Credentials Committee of the Convention and (in addition to certifying the results of Delegate elections) determine questions of eligibility of Delegates to be seated and recommend such findings to the Convention.
 - (c) Conduct elections within the Convention.

(12) It shall assist with the planning and organizing of the Convention.

h. The Finance Committee shall have the following functions:

- (1) developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members;
- (2) submission of the budget to the Board of directors for approval;
- (3) monitor expenditures to ensure that they are within the budget;
- (4) submissions of any major change in the budget to the Board or the Executive Director for approval; and
- (5) submit reports to the Board of Directors showing income, expenditures and pending income.

The Secretary-Treasurer is chair of the Finance Committee.

i. The Audit and Evaluation Committee shall have the following specific functions:

- (1) It shall select from among its members the chair of the committee.
- (2) It shall assist the Board of Directors in its oversight and monitoring of the Corporation's financial reporting process, internal controls and risk management, review compliance with laws, accounting standards and ethical standards, recommend the appointment of public accountants and oversee the selection of internal auditors, and provide a direct channel of communication to the Board for public accountants, internal auditors and finance officers. The Audit and Evaluation Committee shall be responsible for reviewing all related-party transactions involving the Corporation.
- (3) It shall assist the Board of Directors in its oversight of the Corporation's projects, services and activities to ensure that the Corporation's priorities and principles are achieved and that organizational systems are implemented and monitored for projects, services and activities to assure that reputational, legal, and financial risks are well managed and that such projects, and services and activities are conducted consistent with all laws applicable to the Corporation.

j. The Personnel Committee shall have the following functions:

- (1) develop and present to the Board of Directors all personnel policies, including the adding/deleting of positions on the staff complement, requiring Board of Directors' action during the course of the year;
- (2) annually review the entire personnel policy manual and staff compensation package;
- (3) regularly monitor administration's adherence to the "procedures for hiring the Corporation's staff" established by the Board of Directors;
- (4) perform all duties outlined in the Bylaws;
- (5) conduct the annual performance evaluation of the Executive Director;
- (6) investigate employee grievances that have not been resolved at the level of the Executive Director; recommend decision of said grievance to the Chairperson of the Board of Directors, per Personnel Policy; and
- (7) perform all related work as assigned by the Board of Directors.

Section 2. Standing Committees.

a. The President may establish, subject to approval by the Board, or the Board may establish, such standing committees as may be needed to carry out the functions, policies and activities of the Corporation; provided however, that at a minimum there shall be the following standing committees:

- (1) Government Relations;
- (2) Negotiations;
- (3) Youth, Human and Civil Rights; and
- (4) Membership Services.

The committee chair for the Negotiations committee shall be selected from among the approved committee members in accordance with the Governance Manual. All other committee chairs for standing committees shall be appointed by the President subject to approval by the Board.

b. Each standing committee shall operate pursuant to the standard operating procedures set forth in the Governance Manual.

Section 3. Special Committees.

a. The President may establish, subject to approval by the Board, or the Board may establish such special committees as may be needed to carry out the functions and policies of the Corporation. Such committees shall be dissolved when their assigned task is completed or twelve (12) months after the date of their establishment (whichever shall first occur) unless the Board shall specifically extend their term.

- b. The chair and members of special committees shall be appointed by the President, subject to approval by the Board.
- c. When special committees are created or replacement members are appointed by the President between meetings of the Board, such committees or members may function, subject to approval and confirmation at the next regular Board meeting.

ARTICLE XV. REMOVAL OF OFFICERS, DIRECTORS, DELEGATES, REPRESENTATIVES;
DISCIPLINARY ACTIONS; EXHAUSTION OF INTERNAL PROCEDURES AND
REMEDIES; DUE PROCESS REQUIREMENTS AND JUDICIAL PANEL

Section 1. Removal.

- a. Any elected officer, Director, Delegate, representative or appointed committee member and other representative or agent of the Corporation may be removed from office for good cause including but not limited to (1) conviction of a criminal offense involving moral turpitude, (2) misappropriation or embezzlement of funds or property of NEA or the Corporation, (3) refusal to adhere or comply with the provisions of the Articles of Incorporation, Constitution, Bylaws, and policies of NEA and the Corporation, (4) breach of confidentiality or unauthorized disclosure of privileged and sensitive information, (5) violations of the rules of discipline or policies established by a governance standing committee and ratified by the Board of Directors, (6) breach of fiduciary duty and the standard of conduct applicable to officers by law, (7) engaging in an unauthorized conflict of interest transaction, (8) engaging in unauthorized conduct contrary to the beneficial interest of the Corporation and its Members, and (9) any willful failure to perform the duties, responsibilities, and functions of the position.
- b. A charge seeking the removal of an officer, Director, Delegate, representative, committee member, or other agent of the Corporation may be filed with the President by a Member in good standing. The charge shall specifically state the reasons and grounds for removal, and be filed within thirty (30) days after the occurrence. An occurrence shall mean the date the Member actually knew or should have known of the alleged cause for removal. The President shall provide a copy of the charge to the person charged by mail sent to the last known address shown in the corporate records, and the charge shall be referred to the judicial panel for a hearing, decision, and order.
- c. An officer, Director, Delegate, representative, committee member, or other agent shall respond in writing to the charge by providing an answer to the specific allegations therein to the judicial panel within ten (10) days after the date a copy of the charge was sent by the President, unless an extension is granted for good cause by the judicial panel. An officer, Director, Delegate, representative, committee member, or other agent may resign from his or her position by delivering a letter of resignation to the President. A resignation shall be effective upon receipt and acceptance by the President, and no further action shall be taken by the judicial panel.

Section 2. Disciplinary Actions.

- a. Any Member of the Corporation (Active, Associate or Retired) may be subject to fines, suspension, expulsion as a Member, or to other forms of disciplinary sanctions and punishment for good cause including but not limited to (1) conviction of a criminal offense involving moral turpitude, (2) misappropriation or embezzlement of funds or property of NEA or the Corporation, (3) refusal to adhere or comply with the provisions of the Articles of Incorporation, Constitution, Bylaws, and policies of NEA and the Corporation, (4) breach of confidentiality or unauthorized disclosure of privileged and sensitive information, (5) violations of the rules of discipline or policies established by a governance or standing committee and ratified by the Board of Directors, (6) breach of fiduciary duty and/or the standard of conduct of an officer, (7) engaging in an unauthorized conduct as an officer contrary to the beneficial interest of the Corporation and its Members, (8) refusing to respect a lawful picket line or refusing to engage in a work stoppage which is authorized, sponsored, or supported by the Corporation, (9) engaging in actions which undermine the Corporation as the exclusive bargaining representative in collusion with management or with another labor organization, or aiding and abetting the employer or another labor organization in matters relating to collective bargaining, (10) failure to exhaust internal procedures and remedies prior to filing a complaint, charge, protest, suit, grievance, or other legal challenges against the Corporation, its officers, agents, representatives, or Members in a judicial, administrative, or legislative tribunal, (11) filing a frivolous legal action against the Corporation, its officers, agents, representatives or Members, (12) engaging in any action which brings or tends to bring NEA or the Corporation into disrepute with the public or in conflict with the law, and (13) engaging in conduct unbecoming a member of NEA and or a Member of the Corporation.
- b. A charge seeking the imposition of a fine, suspension, expulsion from membership, or other disciplinary sanction or punishment against a Member may be filed by a Member in good standing with the President. The charge shall specifically state the reasons and grounds in support thereof, and be filed within thirty (30) days after the occurrence. An "occurrence" shall mean the date the Member actually knew or should have known of the alleged cause for discipline. The President shall provide a copy of the charge(s) to the Member charged by mail sent to the last known address of the Member as shown in the corporate records, and the charge shall be referred to the judicial panel for a hearing, decision, and order.
- c. A Member shall respond in writing to the charge by providing an answer to the specific allegations therein to the judicial panel within ten (10) days after the date a copy of the charge is sent by the President, unless an extension is granted for good cause by the judicial panel. A resignation from membership shall be effective upon receipt of the written notice of resignation received by the President. A Member who resigns or is suspended or expelled shall be liable to the Corporation for dues, assessments, fees, disciplinary sanctions and punishment as a result of conduct occurring prior to the resignation, suspension, or expulsion. Any Member who is expelled may be reinstated on application to and after a vote to reinstate by a majority vote of the Board; provided that such application shall not be received within one (1) year of expulsion.

Section 3. Exhaustion of Internal Procedures and Remedies.

- a. Prior to initiating or filing any action in any judicial, administrative, or legislative tribunal against the Corporation, its officers, agents, representatives, or Members, a Member is required to exhaust internal procedures and remedies.
- b. All Member complaints, charges, protests, suits, grievances, or other legal challenges against the Corporation, its officers, agents, representatives or Members shall be filed with the President within thirty (30) calendar days after its occurrence, and referred to the judicial panel for a hearing and determination within sixty (60) calendar days. An "occurrence" shall mean the date the Member actually knew or should have known of the alleged violation. The findings, conclusions, decision and order of the judicial panel shall be final and binding unless an appeal is filed with the Board of Directors within thirty (30) calendar days. In the event of an appeal the decision and action of the Board shall be final and binding on all parties.
- c. Any Member who files a complaint, charge, protest, suit, grievance, or other legal challenge against the Corporation, its officers, agents, representatives or Members without exhausting internal procedures and remedies shall be subject to disciplinary action and be required to pay all reasonable attorney's fees, costs and litigation expenses incurred to defend against the judicial, administrative or legislative proceeding.

Section 4. Due Process Requirements.

- a. No Member of the Corporation may be fined, suspended, expelled, or otherwise disciplined except for non-payment of regular dues by the Corporation or by any officer thereof unless such Member has been (1) served with written specific charges, (2) given a reasonable time to prepare his or her defense, and (3) afforded a full and fair hearing.
- b. Written notice of charges requesting the suspension, expulsion or termination of a Member shall state the reason therefore at least fifteen (15) days before its effective date to the last known address of the Member shown on corporate records. A Member who receives charges may be represented by another Member at the hearing, and the proceedings shall be restricted to Members only.
- c. Any proceeding challenging any fine, suspension, expulsion or other disciplinary action shall commence no later than one (1) year after the effective date of said action.

Section 5. The Judicial Panel.

- a. The judicial panel shall consist of three (3) Members in good standing appointed by the President and confirmed by majority vote of the Board of Directors which shall serve a term that runs concurrently with the term of office of the President. The President shall designate one (1) of the three (3) Members as the chairperson of the judicial panel. A first, second, and third alternate Member in good standing shall be appointed by the President and confirmed by majority vote of the Board of Directors to serve in the event of the disqualification or unavailability of any one (1) or more of the three (3) Member panel. Any action taken by the judicial panel shall be by a simple majority of the three (3) Members serving on the panel.
- b. The judicial panel shall have original and primary jurisdiction to hear and determine all complaints, charges, protests, suits, grievances, or other legal challenges against the Corporation, its officers, agents, representatives, or Members filed by a Member.

- c. The judicial panel shall be provided staff and professional assistance as may be necessary and appropriate in its proceedings. Except for staff and professional assistance all proceedings before the judicial panel shall be restricted to Members only.
- d. The judicial panel shall conduct a full and fair hearing on complaints, charges, protests, suits, grievances, or other legal challenges against the Corporation, its officers, agents, representatives, or Members by a Member in good standing within sixty (60) calendar days and afford all parties to the proceeding an opportunity to be heard orally or in writing. Notice of the date, time and place of the hearing shall be provided to all parties in writing by mail sent to the last known address of all parties according to the corporate records, and such notice shall be sent not less than ten (10) calendar days prior to the commencement of the hearing.
- e. A full and complete record shall be kept of all proceedings had before the judicial panel and all testimony, statements, and positions of the parties shall be taken down by a reporter engaged for such purposes or by use of a mechanical recording device. It shall not be necessary to transcribe the record unless requested for purposes of an appeal or court review. In the proceedings the panel shall not be bound by the technical rules of evidence, except no hearsay evidence may be admitted or considered unless authorized by law.
- f. After a hearing the judicial panel shall promptly make and file its decision and order, incorporating findings of fact on all issues involved in the controversy and the determination of the rights of the parties. The decision and order may dismiss or sustain the complaint, charge, protest, suit, grievance, or other legal challenge, and afford appropriate relief taking into account all relevant facts and circumstances in the case.
- g. The decision of the judicial panel shall be final and binding, unless an appeal is filed with the Board of Directors within thirty (30) calendar days after the date of the panel's decision and order.

ARTICLE XVI. AMENDMENTS TO THE ARTICLES OF INCORPORATION

Section 1. Submittal of Amendments.

- a. Any Active Member may submit proposed amendments to the Articles of Incorporation by making such submittal in writing to the Charter, Bylaws, and Resolutions Committee at least seventy-five (75) days prior to the Convention. Copies of such proposed amendments shall be given to each chapter president no later than forty-five (45) days prior to the Convention. The Charter, Bylaws, and Resolutions Committee shall consider all amendments submitted and may edit, consolidate, and place them in proper form. The Articles considered by the Charter, Bylaws, and Resolutions Committee shall be properly drafted and presented to the Convention at the time it convenes, with a recommended action and with sufficient copies for all Delegates.
- b. Any proposed amendment submitted to the Charter, Bylaws, and Resolutions Committee less than seventy-five (75) days prior to the convening of the Convention shall require a two thirds vote of the Convention before it is accepted for consideration.

ARTICLE XVII. AMENDMENTS TO THE BYLAWS

Section 1. Submittal of Amendments.

- a. Any Active Member may submit proposed amendments to the Bylaws by making such submittal in writing to the Charter, Bylaws, and Resolutions Committee at least seventy-five (75) days prior to a scheduled meeting of the Board of Directors. Copies of such proposed amendments shall be given to each Director and the chapter presidents no later than forty-five (45) days prior to the applicable Board of Directors meeting. The Charter, Bylaws, and Resolutions committee shall consider all amendments to the Bylaws submitted and may edit, consolidate, and place them in proper form. The Bylaws considered by the Charter, Bylaws, and Resolutions Committee shall be properly drafted and presented to the Board of Directors at the time it convenes at the applicable scheduled meeting, with a recommended action and with sufficient copies for all Directors.
- b. In the interim period between annual Conventions, any Active Member, officer or Director may submit proposed emergency amendments to the Bylaws for the purpose of ensuring compliance with applicable federal and state law by making such submittal in writing to the Board of Directors at least seventy-five (75) days prior to a scheduled meeting of the Board of Directors. Copies of such proposed emergency amendments shall be given to each Director and the chapter presidents no later than forty-five (45) days prior to the applicable Board of Directors meeting.

Section 2. Consideration of Amendments by the Board of Directors.

- a. The Board of Directors shall consider all amendments to the Bylaws submitted by the Charter, Bylaws and Resolutions Committee in accordance with the Governance Manual.
- b. Except with respect to emergency Bylaw amendments, if the Board of Directors, by vote of two thirds of the voting Directors at the applicable scheduled meeting, shall approve an amendment to the Bylaws, it shall duly certify such approval and send the amendment in final form to the Charter, Bylaws and Resolutions Committee of the Corporation within ten (10) days after adjournment of the meeting for inclusion in the amended and restated Bylaws, as amended.
- c. The Board of Directors may adopt and enact emergency Bylaw amendments pursuant to its executive authority under Article VIII, Sections 1 and 6.
- d. All emergency Bylaws approved by the Board of Directors shall be submitted to the next annual Convention for ratification by the Convention Delegates.
- e. All amendments to the Bylaws shall be effective as of the date set forth in the Governance Manual, unless otherwise provided in the amendments or required by law.

Section 3. Consideration of Bylaws Amendments by the Convention.

- a. The Convention shall consider all Bylaws amendments approved by the Board.
- b. If the Convention, by vote of two thirds (2/3) of the registered Delegates eligible to vote, shall approve a Bylaws amendment, it shall duly certify such approval and send the amendment in final form to the Elections Committee of the Corporation within ten (10) days after adjournment of the Convention.
- c. On receipt of amendments to the Bylaws approved by the Convention, the Elections Committee shall arrange for a ratification vote of the Convention to be held. The results shall be tabulated by the Elections Committee. Any amendments receiving a majority of the valid votes cast shall be certified as adopted. All amendments to the Bylaws shall be effective as of the beginning of the fiscal year following the Convention, unless otherwise provided in the amendments or required by law.

ARTICLE XVIII. CONFLICTS OF INTEREST; USE OF CORPORATE NAME OR SYMBOL

Section 1. Conflicts of Interest.

No contract or other transaction between the Corporation and one (1) or more of its officers or Directors or any other corporation or any firm, association, or other organization, in which one (1) or more of its officers or Directors are directors or officers, or are financially interested, shall be either void or voidable because of the relationship or interest or because the Director(s) or officer(s) are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies the contract or transaction or because the vote of the interested Director(s) or officer(s) are counted for that purpose, if:

- (1) The material facts of the transaction and the Director(s)' or officer(s)' relationship or interest is disclosed or known to the Board of Directors or committee which authorized, approved or ratified the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of the interested Director(s) or officer(s); or
- (2) The material facts of the transaction and the Director(s)' or officer(s)' relationship or interest is disclosed or known to the Members and they authorize, approve or ratify the contract or transaction by vote or written consent; or
- (3) The contract or transaction is fair and reasonable to the Corporation at the time it is entered into.

If the majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve or ratify the transaction, a quorum is present.

Section 2. Use of Corporate Name or Symbol.

No officer, employee, or Member of the Corporation shall use the Corporation's name or symbol in any undertaking or enterprise, other than in accordance with the Governance Manual, in such a way as to imply the Corporation's endorsement or approval without first receiving the written permission of the Board.

ADDENDUM A

DEFINITION PAGE

ACTIVE MEMBER has the meaning given in Article IV, Section 1, ¶ a:

An "Active Member" is any person who is employed in the public school system as a teacher or other personnel of the State Department of Education under the same salary schedule, or who is employed in any private school in the State of Hawai'i in a similar capacity, provided such person meets the eligibility requirements for active membership in the National Education Association.

ASSOCIATE MEMBER has the meaning given in Article IV, Section 1, ¶ c:

An "Associate Member" is any individual who has served as an officer of the Corporation or as Executive Director or any active educator who is not either a bargaining unit or Retired Member, but who is interested in advancing the cause of education. Such person may be admitted as an Associate Member of the Corporation upon the payment of dues for an Associate Membership, which shall be set by the Board.

CHAPTER(S) has the meaning given in Article X, Section 1:

A unit of the Corporation comprised of Members in good standing of the Corporation within an appropriate unit of the public school system may be established as a "chapter" of the Corporation.

CONVENTION has the meaning given in Article VII, Section 2:

The annual meeting of the Members shall be referred to as the "Convention".

CORPORATION has the meaning given in Article I:

THE HAWAII STATE TEACHERS ASSOCIATION

DELEGATE has the meaning given in Article VII, Section 2:

The Members entitled to vote at the Convention shall designate delegates to the Convention to act on their behalf ("Delegates").

DIRECTOR has the meaning given in Article VIII, Section 3:

The authorized number of directors shall be established by the Board of Directors from time to time and set forth in the Governance Manual (each a "Director").

EXECUTIVE DIRECTOR has the meaning given in Article VIII, Section 8.

GOVERNANCE MANUAL has the meaning given in Article VI, Section 1:

The Board shall establish standard operating policies and procedures for the governance of the Corporation in accordance with its Articles and these Bylaws, which shall be set forth in a governance manual (the "Governance Manual").

HRS means Hawaii Revised Statutes.

HSTA-RETIRED or HSTA-R has the meaning given in Article IX, Section 1 ¶ a:

The HSTA-Retired (HSTA-R) is an organization comprised solely of the Retired Members of the Corporation, which has entered into a Memorandum of Understanding with the Corporation governing the rights and obligations of the members of HSTA-R.

HSTA-STUDENT or HSTA-S has the meaning given in Article IX, Section 2 ¶ a:

The HSTA-Student (HSTA-S) is an organization comprised solely of Student Members of the Corporation who are enrolled in a post-secondary program that is preparatory for employment in a position that would make him or her eligible for active membership, which has entered into a Memorandum of Understanding with the Corporation governing the rights and obligations of the members of HSTA-S.

MEMBER(S) has the meaning given in Article IV, Section 1, ¶ f:

The Active Members, Retired Members, Student Members, Associate Members and Staff Members shall be referred to as "Member(s)."

NEA has the meaning given in Article II, ¶ 2:

National Education Association of the United States ("NEA")

POLICY DIGEST has the meaning given in Article VIII, Section 6 ¶ b:

The principles of the Corporation set forth in a policy manual ("Policy Digest").

RECORD DATE has the meaning Article VII, Section 2, ¶ b:

The allocation of Delegates will be based on the number of Active Members of the Corporation in each chapter as of the close of business on January 15 of each year, or the next succeeding business day, if such be a Saturday, Sunday, or holiday (the "Record Date").

REPRESENTATIVE ASSEMBLY has the meaning Article X, Section 2 ¶ a:

A representative assembly of the chapter ("Representative Assembly") shall be elected in accordance with the one-person, one-vote principle.

RETIRED MEMBER has the meaning given in Article IV, Section 1, ¶ b:

A "Retired Member" is any person retired from a position in a public school system or a private school or system, who has held active membership in the Corporation or any other state affiliate of the National Education Association for at least one (1) year immediately prior to retirement. In addition, any retired person who has held active membership in the Corporation for at least five (5) years shall be eligible to be a Retired Member.

STAFF MEMBER has the meaning given in Article IV, Section 1, ¶ e:

A "Staff Member" is any person employed by the Corporation.

STUDENT MEMBER has the meaning given in Article IV, Section 1, ¶ d:

A "Student Member" is any student enrolled in or preparing for a program of study in an accredited institution of higher learning that qualifies the student for a career in education.

Form **8868**(Rev. April 2009)
Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form) ☐
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☒

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization		Employer identification number	
	Hawaii State Teachers Association		99-0145127	
	Number, street, and room or suite no. If a P O box, see instructions			
	1200 Ala Kapuna Street			
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions		HI	96819
	Honolulu			

Check type of return to be filed (file a separate application for each return)

- | | | |
|--|---|------------------------------------|
| ☒ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☐ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ▶ TRUNG QUACH

Telephone No. ▶ 808 840-2249

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 4/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☐ calendar year _____ or▶ ☒ tax year beginning 9/1/2008, and ending 8/31/2009

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
(HTA)

Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization		Employer identification number
	Hawaii State Teachers Association		99-0145127
	Number, street, and room or suite no. If a P O box, see instructions		For IRS use only
	1200 Ala Kapuna Street		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	Honolulu	HI	96819

Check type of return to be filed (File a separate application for each return):

- | | | | |
|--|---|--------------------------------------|------------------------------------|
| ☒ Form 990 | ☐ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☐ Telephone No. ☐ FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 7/15/2010
- 5 For calendar year 9/1/2008, or other tax year beginning 9/1/2008, and ending 8/31/2009
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return.

8 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Al M. [Signature] Title AGENT

Date 4/14/2010