

BYLAWS
Virginia Association of Family and Consumer Sciences, Incorporated

Article I
NAME

The name of the organization shall be the Virginia Association of Family and Consumer Sciences, Incorporated, henceforth referred to as VAFCS.

Article II
PURPOSES AND MISSION

The purposes of this organization are the same as those of the American Association of Family and Consumer Sciences, Inc. (henceforth referred to as AAFCS), as stated in its bylaws, Article II.

The purposes of the Association shall be to further education and science in family and consumer sciences. Without in any way limiting the foregoing, but in expansion thereof, the Association shall improve and strengthen education in family and consumer sciences; establish and improve standards of service and scientific research in the public interest in family and consumer sciences; sponsor and otherwise support seminars, debates, symposia, conferences and similar professional discussion in family and consumer sciences; state and disseminate policy for professional guidance at the national and international levels concerning the public interest in family and consumer sciences; identify and study social, economic, and psychological changes having implications for family and consumer sciences programs and bring these changes to the attention of the family and consumer sciences profession and the public; encourage and promote a sufficiently full and fair exposition of the pertinent facts involving legislation affecting family and consumer sciences and the improvement of home and family life as to permit an individual or the public to form an independent opinion or conclusion; and promote liaison and other cooperative professional activity with groups having related concerns in behalf of the public interest in family and consumer sciences.

Vision of AAFCS: The American Association of Family & Consumer Sciences (AAFCS) is recognized as the driving force in bringing people together to improve the lives of individuals, families, and communities.

Mission of AAFCS: The mission of AAFCS is to provide leadership and support for professionals whose work assists individuals, families, and communities in making informed decisions about their well being, relationships, and resources to achieve optimal quality of life.

Core Values of AAFCS:

- Believes in the family as a fundamental unit of society.
- Embraces diversity and values all people.
- Is dedicated to life-long learning and diverse scholarship.
- Prepares new professionals.
- Exemplifies integrity and ethical behavior.
- Seeks new ideas and is open to change.
- Promotes an integrative and holistic approach to the Body of Knowledge.

The mission of VAFCS is to affect the optimal well being of families and individuals by:

- Empowering members to act on continuing and emerging concerns;
- Focusing the expertise of members for action on critical issues;
- Assuming leadership among organizations with mutual purposes.

In addition, VAFCS wishes to devote itself more specifically to the concerns of the family and consumer sciences professionals as they develop in Virginia.

Article III AFFILIATION

Section 1 - VAFCS shall be an affiliate of AAFCS, and the requirements for membership shall include all membership requirements of AAFCS.

Section 2 - Members shall pay dues simultaneously to VAFCS and AAFCS.

Section 3 - VAFCS shall be represented in the AAFCS Senate by the president, president-elect and other delegates as authorized by AAFCS.

Section 4 - The president and president-elect shall be members of the Affiliates Presidents' Unit as specified by the Bylaws of AAFCS.

Section 5 - The AAFCS Director of Affiliates shall be the liaison between VAFCS and the AAFCS Board of Directors.

Article IV OFFICERS; ELECTIONS

Section 1 - The elected officers of VAFCS shall consist of president, president-elect, vice president for programs, vice president-elect for programs, vice president for public affairs, vice president for member services, vice president for recognition, secretary, and treasurer. The officers shall be Active, Ellen Richards Sustaining, Associate, or Emeritus members of VAFCS and AAFCS.

Section 2 - The election of officers of VAFCS and members of the Nominating Committee shall be by mail and/or electronic ballot. Ballots shall be mailed or sent electronically to all Active, Ellen Richards Sustaining, Associate, and Emeritus members by the Nominating Committee. The marked ballot shall be returned by mail or electronically. The closing date for the receipt of ballots shall be 30 days prior to Annual Meeting or by May 1, whichever is earlier. Those elected will assume office on June 1 of the year in which elected. The election of officers and Nominating Committee members shall be by majority of votes cast.

Section 3 - A president-elect shall be elected annually to serve as president-elect for one year, as president for one year, and as counselor for one year. That person shall assume office as president on June 1 of the year following election as president-elect and shall assume office as counselor on June 1 of the year following election as president. In the event the office of president is vacated, the president-elect will assume that office. Only a member who has served on the VAFCS Board of Directors or who has been a member for at least one year in Virginia and who has been a current or former member of the AAFCS national board or any affiliate board shall be eligible for the presidency. If the president-elect cannot assume office as president or must leave office during the term, a person chosen by the Board of Directors and the chair of the Nominating Committee will fill the office.

Section 4 - A vice president-elect for programs shall be elected every year and serve one year as vice president-elect for programs and one year as vice president for programs. That person shall assume office as vice president for programs on June 1 of the year following election as vice president-elect for programs.

Section 5 - The secretary, vice president for member services, and vice president for recognition shall be elected in even years and serve for two years.

Section 6 - The treasurer and vice president for public affairs shall be elected in odd years and serve for two years.

Section 7 - The Nominating Committee shall consist of five members, with two elected in even years, three in odd years for a two-year term. The president shall appoint the chair. The Nominating Committee shall nominate officers and Nominating Committee members and shall prepare the ballot with the assistance of the VAFCS state association executive.

Article V FUNCTIONS OF OFFICERS

The functions of elected officers of VAFCS are defined below and in the handbook:

Section 1 - The president shall be the official spokesperson of the Association, and shall exercise general supervision over the interests and welfare of the organization, including the employed staff; and shall be chair of the Board of Directors and the leadership committee. The president shall preside and give a report at the annual business meeting, and shall appoint members to fill vacancies, which may occur in elective or appointive offices, with the exception of the president-elect. The president serves as a member of the Affiliates Presidents' Unit and in the Senate of AAFCS. The outgoing president shall remain on the Board of Directors for one year as counselor.

Section 2 - The president-elect shall be a member of the Board of Directors and serve as a member of the program planning committee and the leadership committee. The president-elect shall preside in the absence of the president; and fill and serve out the unexpired term of the president should a vacancy occur, and then the elected term. The president-elect is a member of the Affiliates Presidents' Unit of AAFCS and shall serve in the Senate of AAFCS. The president-elect shall oversee the work of the Administrative Committees.

Section 3 - The vice president for programs shall serve on the Board of Directors, shall be responsible for the development of the program of work of the Association, shall appoint the annual meeting program chair, and shall oversee the work of the program planning committee. This officer will represent and report for the committee at the Board of Directors meeting.

Section 4 - The vice president-elect for programs shall serve on the Board of Directors, shall provide support to and oversee all regions, and shall work closely with the vice president of programs and the program planning committee.

Section 5 - The vice president for public affairs shall serve on the Board of Directors, and shall be responsible for the development of the VAFCS public affairs program. This officer will represent and report for the program at the Board of Directors meeting.

Section 6 - The vice president for member services shall serve on the Board of Directors, shall be responsible for promoting membership in the association, and shall provide support to and oversee the member services committee and all communities of VAFCS. This officer will represent and report for the committee at the Board of Directors meeting.

Section 7 - The vice president for recognition shall serve on the Board of Directors, and shall provide support to and be responsible for the recognition committee. This officer will represent and report for the committee at the Board of Directors meeting.

Section 8 - The secretary shall serve on the Board of Directors, shall maintain and keep minutes of all business meetings of VAFCS and shall perform all other duties incumbent upon the office of the secretary as directed by the president and Board of Directors. The secretary shall function cooperatively with the VAFCS state association executive in publishing announcements of Association meetings, in conducting correspondence as directed by the president, and in ensuring the availability of three years of past records at all business meetings. At the termination of the office, the secretary shall relinquish records of the term of office to the successor and shall place other permanent records in the files of VAFCS housed at the office of the VAFCS state association executive.

Section 9 - The treasurer shall serve on the Board of Directors, shall present financial reports and the proposed annual budget to the Board of Directors, and shall present an annual financial report and the proposed budget to the Assembly. The treasurer shall solicit budget requests from officers, committee chairs, and unit-chairs prior to budget preparation, receive an annual financial statement from all sub-units holding funds, serve as chair of the finance committee, and shall be responsible for reviewing financial records and overseeing the fiscal operation and policy of the association.

Section 10 – The counselor (immediate past president) shall serve on the Board of Directors, the leadership committee, and shall serve in an advisory capacity using established policies and procedures; shall serve as chair of the bylaws and handbook committee; and shall serve as parliamentarian and be responsible for parliamentary procedure at all meetings.

Article VI APPOINTED OFFICIALS

The VAFCS Board of Directors shall appoint a VAFCS state association executive, contingent upon the availability of funds, to assist with VAFCS business and records. At the discretion of the Board of Directors, the position may be divided among one or more qualified individuals in order to take advantage of personal strengths for different aspects of the work. The qualifications, responsibilities, extent of employment time and compensation will be determined by the Board of Directors. Responsibilities may include some functions currently designated as duties of the secretary and treasurer. The VAFCS state association executive shall be an active member of VAFCS and AAFCS and will serve as a non-voting member of the Board of Directors. Request for termination of services either by employer or employee must be received in writing 30 days prior to termination date.

Article VII BOARD OF DIRECTORS - COMPOSITION AND DUTIES

Section 1 - The Board of Directors shall have responsibility for the general management of the affairs of the

Association as described in the Association Handbook. The Board of Directors shall consist of the elected officers of VAFCS: the president, president-elect, vice president for programs, vice president-elect for programs, vice president for public affairs, vice president for member services, vice president for recognition, secretary, treasurer, and counselor (immediate past president). The VAFCS state association executive, Nominating Committee chair, and student representative shall serve on the Board of Directors in an ex-officio, non-voting capacity.

Section 2 - Meetings of the Board of Directors shall be held at least semi-annually. Additional meetings of the Board of Directors may be called by the president and must be called by the president upon written request of five members of the Board of Directors. Written notice of time and place of all meetings of the Board of Directors shall be sent to each board member by the VAFCS state association executive or president at least two weeks before the appointed date and time.

Section 3 - Quorum. The presence of a simple majority of the voting members of the Board of Directors shall constitute a quorum.

Article VIII MEMBERSHIP, DUES AND PRIVILEGES

Section 1 - Individuals eligible for membership in AAFCS shall be eligible for membership in VAFCS.

Section 2 - Annual dues for all categories of membership shall be designated by AAFCS, which have been approved by the AAFCS Senate. The state association shall receive an allocated portion of AAFCS dues based on the rate established by AAFCS.

Membership categories shall include:

(a) **Active:**

Individual with a baccalaureate degree or higher, professional-level certification, or professional-level licensure in family and consumer sciences or related field who is working toward or supporting the vision and mission of AAFCS.

(b) **Ellen Richard Sustaining:**

Any individual who is eligible for membership as defined under the Active category and is interested in furthering the purposes of AAFCS through an additional contribution, according to the dues structure. Includes listing in the Honor Roll of Donors.

(c) **Associate:**

Individual with an associate degree, pre-baccalaureate level certification, or pre-baccalaureate licensure in family and consumer sciences or a related field who is working toward or supporting the vision and mission of AAFCS.

(d) **Emeritus:**

Any individual who is retired and at least 60 years of age and has been a member of AAFCS for at least 10 years.

(e) **Student (Collegiate/Postsecondary)**

1. Enrolled full-time as a postsecondary, undergraduate, or graduate student, and
2. Completed the AAFCS Student Status Statement.

(f) **Honorary** member shall be a person other than a family and consumer sciences professional whom VAFCS desires to honor for exceptional services within the interest of the VAFCS. Honorary membership may be granted by the Board of Directors.

Section 3 - Membership privileges:

- (a) All individual members shall receive the official publications and other communications from VAFCS and AAFCS.
- (b) Each Active, Associate, Ellen Richards Sustaining, and Emeritus member shall be entitled to cast one vote for the elected officers and for each proposal submitted to a vote of the membership.
- (c) Elected officers and committee members of VAFCS and members of the Nominating Committee and the state's delegates to the AAFCS Senate shall be Active, Ellen Richards Sustaining, Emeritus, or associate members.
- (d) Officers of the Student Unit shall be elected by the members of that unit, and the chair of that unit shall appoint committees. The VAFCS president may appoint a student representative to serve on the Board of Directors.

**Article IX
UNITS**

Section 1 - There shall be auxiliary units of VAFCS whose primary aim shall be to promote and strengthen the Association's program.

Section 2 - Units of VAFCS shall be:

- (a) The **VAFCS Regional Units** composed of members within designated geographic areas throughout the state. The areas shall be defined by the Board of Directors and approved by VAFCS membership.
- (b) The **Student Unit** composed of VAFCS student members who meet the requirements of the AAFCS Student (Collegiate/Postsecondary) membership category.

Section 3 - Each unit shall be governed by its own rules of order in accordance with VAFCS bylaws and may have officers and committees as deemed necessary to execute its program. Each unit, however, shall be accountable directly to the Board of Directors and shall report its financial management to the VAFCS state association executive to be included in the total fiscal report.

Section 4 - Each unit shall hold at least one business meeting per year to determine goals and unit programs and shall hold one or more general meeting(s) with time and place to be determined by its officers. Provisions shall be made on the program of the annual meeting of the Association for unit meetings.

Section 5 - An annual report of each unit shall be submitted to the Board of Directors prior to the annual meeting.

Section 6 - Each unit shall be represented on the Board of Directors by the vice president for programs.

Section 7 - Additional units may be organized when approved by the Board of Directors and majority vote of the VAFCS Assembly of Members.

**Article X
STANDING COMMITTEES**

Section 1 – VAFCS shall have the following standing committees with the chairperson appointed by the president:

- Finance
- Member Services

Program Planning
Recognition
AAFCS Development
Bylaws and Handbook
International
Nominating
Leadership

Section 2 - The structure and function of all standing committees shall be outlined in the VAFCS Handbook.

Section 3 - The Board of Directors may authorize the appointment of additional committees as needed. The president shall appoint the chairs of these committees.

Article XI MEETINGS

Section 1 - There shall be an annual meeting of VAFCS at such time and place as the Board of Directors shall determine. In the event of an emergency, the Board of Directors can cancel the annual meeting.

Section 2 - For the transaction of business and to establish the policy of the Association, at all annual meetings of VAFCS there shall be a duly called meeting of the Assembly of Members open to all members. Ten percent of the members of VAFCS shall constitute a quorum. The functions of the Assembly of Members shall be:

- (a) to receive the reports of officers, committees, and the VAFCS state association executive,
- (b) to act upon proposed changes in the bylaws,
- (c) to adopt a program of work that includes a public affairs program,
- (d) to adopt resolutions,
- (e) to transact such other business as may properly come before the membership,
- (f) to receive the results of the election of officers and install officers.

Article XII OFFICIAL PUBLICATIONS

VAFCS shall issue a newsletter by mail and/or electronically. The number of issues and dates of newsletter distribution will be determined by the VAFCS Board of Directors.

Article XIII FISCAL YEAR

The fiscal year of VAFCS shall be from June 1 through May 31.

Article XIV TAX EXEMPT AND CORPORATION STATUS

Section 1 - VAFCS is a non-stock, non-profit organization, which is exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future U.S. internal revenue law).

Section 2 - VAFCS shall not, in any way, participate in or intervene in any political or profit-making

activities which are in conflict with the Internal Revenue Codes governing its tax-exempt status.

Sections 3 – To maintain the status of *incorporated as a nonprofit organization*, the association shall file an annual report with the Commonwealth of Virginia State Corporation Commission.

Article XV

DEFENSE AND INDEMNIFICATION

To the extent permitted by law, the Association shall defend and/or indemnify any person who was or is a party defendant or is threatened with being made a party defendant to any legal action, suit, or proceeding (other than an action, suit or proceeding by or in the right of the Association) by reason of the fact that he/she is or was a director, officer, employee, or agent of the Association, or is or was so serving at the Association's request for another profit or not-for-profit corporation, against expenses actually and necessarily incurred by him/her in connection with the defense of such legal action, suit, or proceeding, except in relation to matters as to which he/she shall be adjudged in such legal action, suit, or proceeding to be liable for negligence or misconduct in the performance of his/her duty to the Association.

The termination of any legal action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith or in a manner which he/she reasonably believed to be in the Association's best interests. To the extent that the court or body in or before which such legal action, suit, or proceeding was finally determined has not addressed the questions of negligence or misconduct in the performance of the person's duty to the Association, a determination that indemnification is proper shall be made by a majority vote of the Board of Directors. In the event of settlement of a legal action, suit, or proceeding, indemnification shall be made up to the amount that would reasonably have been expended in the defense, as provided for by the Board of Directors.

Indemnification shall not be deemed exclusive of any other rights to which the directors, officer, employee, or agent may be entitled under any bylaw, agreement, vote of the Board of Directors or members, or otherwise.

Article XVI

DISSOLUTION

In the event that VAFCS may wish to disband or dissolve, the Board of Directors shall follow the legal requirements for the dissolution of a corporation under the laws of the Commonwealth of Virginia and in accordance with the requirements of AAFCS.

Article XVII

PARLIAMENTARY AUTHORITY

Except as otherwise provided in its bylaws, the Association shall be governed in its proceedings by the latest edition of **Robert's Rules of Order, Newly Revised**.

Article XVIII

AMENDMENTS

Section 1 - These bylaws may be amended by a vote of two-thirds of the members present and voting at any annual business meeting of the Association provided that notice of the proposed amendment is given by mail, electronically, or through the official publication of the Association to all members one month previous to the meeting at which they are to be voted on.

Revised August 1998
Revision March 2004
Revised April 2008
Revised March 2012, Effective June 1, 2012
Revised April 2013, Effective June 1, 2013