

**BYLAWS OF THE
VIRGINIA ASSOCIATION OF FAMILY AND CONSUMER SCIENCES**

ARTICLE I

NAME

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

ARTICLE II

PURPOSES AND MISSION

The purposes of this organization are the same as the American Association of Family and Consumer Sciences, Inc. (AAFCS) as stated in their bylaws Article II:

The purposes of AAFCS shall be to further education and science in family and consumer sciences (FCS). Without in any way limiting the foregoing, but in expansion thereof, AAFCS shall:

- Improve and strengthen education in FCS
- Establish and improve standards of service and scientific research in the public interest in FCS
- Sponsor and otherwise support seminars, debates, symposia, conferences and similar professional discussion in FCS
- State and disseminate policy for professional guidance at the national and international levels concerning the public interest in FCS
- Identify and study social, economic, and psychological changes having implications for FCS programs and bring these changes to the attention of the FCS profession and the public
- Encourage and promote a sufficiently full and fair exposition of the pertinent facts involving legislation affecting FCS and the improvement of home and family life as to permit an individual or the public to form an independent opinion or conclusion
- Promote liaison and other cooperative professional activity with groups having related concerns in behalf of the public interest in FCS.

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.

Also, 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 FCS professionals as they develop in Virginia.

ARTICLE III

MEMBERSHIP, DUES, FEES, AND PRIVILEGES

Membership, dues, fees, and privileges shall be as determined by the AAFCS board of directors and posted on their website www.aafcs.org.

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ARTICLE IV

VIRGINIA ASSOCIATION OF FAMILY AND CONSUMER SCIENCES

Section 1. VAFCS shall be composed of AAFCS members. VAFCS members shall pay dues simultaneously to AAFCS and VAFCS.

Section 2. VAFCS shall be represented in the AAFCS Affiliate Presidents Unit and AAFCS Leadership Council by its president and president-elect or their designees.

ARTICLE V

EXECUTIVE BOARD

Section 1. VAFCS shall have an Executive Board:

- a) The board shall act as the legal representative of VAFCS, set association policy, and provide leadership for and manage the affairs and funds of VAFCS.
- b) The board shall consist of five directors. A majority of the currently serving directors shall constitute a quorum.
- c) Meetings may be held in-person or by means of telephone or other technology-assisted options.

Section 2. The Assembly of Members shall consist of members in good standing with AAFCS and VAFCS. The assembly shall elect the Executive Board.

Section 3. Directors shall serve two-year terms; President-elect shall serve a three-year term.

Section 4. The function of VAFCS officers shall be determined by the Executive Board.

ARTICLE VI

AAFCS LEADERSHIP COUNCIL

VAFCS shall be represented in the AAFCS Leadership Council by its president and president-elect or their designees.

ARTICLE VII

AAFCS COMMUNITIES

VAFCS members may join AAFCS Communities to serve as a conduit of professional action, dialogue, and promotion of the mission.

ARTICLE VIII

COMMITTEES

Section 1. The following Standing Committees are established by the Executive Board with defined purposes and responsibilities as needed to carry out the work of VAFCS:

- a) Finance Committee
- b) Award and Recognition Committee
- c) Nomination Committee

Section 2. Special committees are established by the Executive Board with defined purposes and responsibilities as needed to carry out the work of VAFCS.

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ARTICLE IX

AAFCS UNITS

VAFCS shall be represented in the AAFCS Affiliate Presidents Unit by its president and president-elect or their designees.

ARTICLE X

MEETINGS

There shall be at least an annual meeting of VAFCS. However, in the event of an emergency, the Executive Board may cancel the annual meeting.

ARTICLE XI

PUBLICATIONS

VAFCS shall publish at least one document per year, which shall be its official publication.

ARTICLE XII

FISCAL YEAR

The fiscal year of VAFCS shall be determined by the Executive Board.

ARTICLE XIII

AMENDMENTS

Section 1. VAFCS Bylaws may be amended by action of the Executive Board and a vote of the majority of the Assembly of members present and eligible to vote at any annual meeting of the membership, provided that notice of any proposed amendment(s) be given electronically or by mail through one of the official publications of VAFCS to all members at least thirty days prior to the meeting at which the vote is taken.

Section 2. I In the event of an emergency as determined by the Executive Board, the By-laws may be amended by mail ballot and/or technology-assisted communication by a majority of the eligible voting members who respond.

ARTICLE XIV

TAX-EXEMPT 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 that are in conflict with the Internal Revenue Codes governing its tax-exempt status.

Section 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.

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Section 4: In the event that VAFCS may wish to disband or dissolve, the Executive Board 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 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, 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 Executive Board. 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 Executive Board.

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

**ARTICLE XVI
PARLIAMENTARY AUTHORITY**

Except as otherwise provided in its bylaws and policies, VAFCS shall be governed in its proceedings by the current edition of Robert's Rules of Order.

**ARTICLE XVII
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.

Revised: August 1998; March 2004; April 2008; March 2012, effective June 1, 2012; April 2013, effective June 1, 2013; March 29, 2019, effective June 1, 2019