

**PROPOSED BYLAWS**  
**Of The**  
**ALABAMA ASSOCIATION OF FAMILY AND CONSUMER SCIENCES**  
**AFFILIATED WITH THE AMERICAN ASSOCIATION OF FAMILY AND CONSUMER SCIENCES**  
**March 2012**  
(for Action by Membership on March 1, 2012)

**ARTICLE I**  
**NAME**

The Name of this organization shall be the Alabama Association of Family and Consumer Sciences, hereafter referred to as the Association. It shall be an affiliate of the American Association of Family and Consumer Sciences, hereafter referred to as the AAFCS.

**ARTICLE II**  
**PURPOSES**

**Section 1:** The purposes of the Alabama Association of Family and Consumer Sciences are the same as those of the American Association of Family and Consumer Sciences. The Alabama Association shall focus more specifically on these purposes in relation to family and consumer sciences in Alabama.

**Section 2:** This Association is organized for educational and scientific purposes including for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**Section 3:** 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, 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.

**ARTICLE III**  
**MEMBERSHIP, DUES, FEES, PRIVILEGES**

**Section 1:** Membership shall be one category - individual.

**Section 2:** Individual member categories shall be active, Ellen Richards Sustaining, new professional, associate, emeritus, student, honorary, or categories determined by AAFCS.

**Section 3:** Annual dues for all categories of individual membership shall be subject to approval by the AAFCS Senate. The affiliated state association designated by the members shall receive a rebate of said dues in line with AAFCS Bylaws.

**Section 4:** Privileges for individual members shall include the:

- (a) receipt of one subscription of the official publication of the AAFCS;
- (b) right to vote under Article V, Section 3 with the exception of honorary members;
- (c) opportunity to serve, if an active member, as an elected officer of the Association, a member of the Nominating Committee, and as a member of other committees;
- (d) opportunity to serve, if a student member, as a member of the Association committees only; and
- (e) right to attend the meetings of the Association Assembly of Members and the AAFCS Senate.

#### **ARTICLE IV AFFILIATION WITH THE AMERICAN ASSOCIATION OF FAMILY AND CONSUMER SCIENCES**

**Section 1:** The Association shall be an affiliate of the American Association of Family and Consumer Sciences. The requirements for membership shall include all membership requirements of the AAFCS.

**Section 2:** This Association, as an affiliated state family and consumer sciences association shall be represented in the AAFCS Senate by (1) the president or an alternate and (2) by duly authorized delegates as specified in Article VII, Section 8.

**Section 3:** This affiliated state association shall be represented on the AAFCS Board of Directors by the Director of Affiliates.

**Section 4:** Districts may be organized upon the approval of the Executive Board. A District may be organized in a city, county, or area of the State, the boundaries of which shall be determined by the Executive Board. The objectives of such Districts and requirements for membership shall be the same as for the State Association.

Funds from the State Association in an amount to be determined by the Executive Board shall be provided to each District for a period of five years after initial organization to help finance the District. Each District shall request the funds each year.

#### **ARTICLE V OFFICERS AND ELECTIONS**

**Section 1:** The elected officers of the Association shall be active members of the AAFCS and shall consist of a president, president-elect, three vice-presidents, secretary, treasurer, historian, and parliamentarian.

**Section 2:** The appointed officer shall be editor of the Beacon and shall be appointed by the president to serve during his or her term of office.

**Section 3:** Election of the officers of the Association shall be held at the business session of the Assembly of Members at the annual meeting, or as designated by the Executive Board.

**Section 4:** A president-elect shall be elected annually. The office of president shall be assumed on June 1 of the year during which the member has served as president-elect. Only members who are current or former members of the Executive Board shall be eligible for the presidency.

**Section 5:** The vice-president for program development shall be elected to take office in the odd-numbered years. The vice-president for operations and the vice-president for cooperative relations shall be elected to take office in even-numbered years. Each vice-president shall be elected to serve for two years and shall assume office on June 1 in the year elected.

**Section 6:** A secretary and a parliamentarian shall be elected in even-numbered years and a historian shall be elected in odd-numbered years for a term of two years and shall assume office on June 1 in the year elected.

**Section 7:** A treasurer shall be elected in odd-numbered years for a term of two years and shall assume office on **June 1** in the year elected.

**Section 8:** Five per cent of the membership shall constitute a quorum.

**Section 9:** The president may appoint members to fill unexpired terms in case of vacancies in elected and appointed offices except the president-elect, who shall be elected by the Executive Committee.

## **ARTICLE VI FUNCTIONS OF OFFICERS**

**Section 1:** The functions of the elected officers of the Association are as defined below.

- (a) The president shall:
- (1) be the executive officer of the Association;
  - (2) give general supervision and leadership to organizational policies and programs;
  - (3) serve as the chair of the Executive Board and the Executive Committee;
  - (4) appoint the chair of all committees;
  - (5) appoint members to fill unexpired terms in case of vacancies in both elected and appointed offices with the exception of the president-elect;
  - (6) serve as deputy treasurer at times when the treasurer may be unable to act;
  - (7) appoint the editor of the Beacon who shall serve during his or her term of office;
  - (8) appoint the panel of three members of the Executive Committee who shall select the firm that shall provide the public audit;
  - (9) serve as a member of the AAFCS Senate and officially represent the State Association in the Senate; and
  - (10) serve as a member of the AAFCS Affiliate President's Unit and serve as liaison officer with the AAFCS.
- (b) The president-elect shall:
- (1) serve as the presiding officer at the business meeting at the annual state meeting;
  - (2) serve as a member of the Executive Committee and the Executive Board;
  - (3) serve as a member of the Program Development Committee; and
  - (4) fill the unexpired term of the president in case of a vacancy in the president's office.
- (c) The vice-presidents shall be members of the Executive Committee and the Executive Board.
- (1) The vice-president for program development shall serve as chair of the Program Development Committee and shall coordinate the work of all the other program development committees.
  - (2) The vice-president for operations shall be chair of the Membership Committee and shall coordinate the work of all of the other operations committees.
  - (3) The vice-president for cooperative relations shall be chair of the Cooperative Relations Committee and shall coordinate the work of all of the other cooperative relations committees.

- (d) The secretary shall:
  - (1) be a member of the Executive Board and the Executive Committee;
  - (2) preserve the record and codify all actions and policy decisions;
  - (3) prepare all notices and ballots;
  - (4) conduct correspondence; and
  - (5) prepare and distribute the minutes of all Executive Committee and Executive Board meetings to members of each group.
  
- (e) The treasurer shall:
  - (1) be a member of the Executive Board and the Executive Committee;
  - (2) distribute money only upon approval of the president;
  - (3) serve as chair of the Finance Committee;
  - (4) present the proposed annual budget to the Executive Board and to the Assembly of Members;
  - (5) present a financial report to the Assembly of Members; and
  - (6) present the official financial records of the Association to the Executive Board for a public audit at the end of each fiscal year.
  
- (f) The parliamentarian shall:
  - (1) be a member of the Executive Committee and the Executive Board;
  - (2) be fully informed of the provisions of the Bylaws and of parliamentary procedure;
  - (3) advise the officers and governing bodies as needed; and
  - (4) serve as chair of the Bylaws Committee.
  
- (g) The historian shall:
  - (1) be a member of the Executive Committee and the Executive Board;
  - (2) be responsible for compiling and preserving the history of the State Association.

**Section 2:** The appointed officer of the Association, the editor of the Beacon shall:

- (a) be a member of the Executive Board; and
- (b) be responsible for the publication of the newsletter as provided for in the Bylaws.

## ARTICLE VII COMPOSITION AND FUNCTIONS OF THE GOVERNING BODIES

**Section 1:** The Executive Board functions as the Board of Directors of the Corporation and shall consist of:

- (a) elected and appointed officers of the Association and district presidents;
- (b) chairs of standing and special committees; and
- (c) three immediate past presidents who shall serve without vote.

One-third of the Executive Board shall constitute a quorum.

**Section 2:** The functions of the Executive Board of the Association are defined as follows:

- (a) manage the business of the Association and refer to the Assembly of Members such matters as it deems desirable and as required by the Bylaws;
- (b) receive committee reports and the budget as submitted by the Finance Committee and submit its recommendations to the Assembly of Members;

- (c) determine dates, city, and convention site for the meeting(s) of the Association and exercise the power to cancel the annual meeting in the event of an emergency;
- (d) authorize bonding of the treasurer, publication of the annual financial report, and an audit of the official financial records of the Association by a public auditor at the end of each fiscal year;
- (e) determine the disposition of amendments to the Bylaws;
- (f) provide for cooperation with other groups through appropriate means, including the appointment of representatives and membership on joint committees; receive reports from members serving in these relationships and shall determine action;
- (g) meet a minimum of twice a year, once immediately before the annual meeting and at other times on call of the president;
- (h) approve the organization of districts and determine the city, county, area of the State, or boundaries of each district; and
- (i) determine the amount of funds from the Association that shall be provided to each district each year for a period of five years after initial organization.
- (j) determine whether indemnification is proper and if so, determine the amount of money that would reasonably have been spent in defense of the individual; and
- (k) make provision for payment of all liabilities of the Association and dispose of all assets according to the provisions of ARTICLE XV upon the dissolution of the Association.

**Section 3:** The Executive Committee of the Executive Board shall consist of elected officers of the Association. **Two-thirds of the Executive Committee shall constitute a quorum.**

**Section 4:** The functions of the Executive Committee of the Association are defined as follows:

- (a) act for the Executive Board between meetings of the Board and on call of the president;
- (b) elect the Nominating Committee according to Article VIII, Section 3;
- (c) elect senators to the AAFCS Senate according to Article VII, Section 8;
- (d) review the financial records of the Association at the close of each fiscal year;
- (e) compose a panel of three members appointed by the president to select the firm that shall provide the public audit;
- (f) review and approve the public audit of the official financial records of the Association at the end of each fiscal year;
- (g) designate someone to fill the unexpired term of the president-elect if a vacancy occurs in the office;
- (h) recommend the number of issues of the Beacon that will be published each year;

**Section 5:** The Assembly of Members shall be composed of members as defined in Article III, Section 2. These members shall have voting privileges.

**Section 6:** At the annual business meeting the Assembly of Members shall transact the business of the Association. **Five per cent of the membership shall constitute a quorum.**

**Section 7:** The functions of the Assembly of Members are defined as follows:

- (a) receive and act upon the report of the Nominating Committee;
- (b) receive and act upon reports of officers, and committees of the Association as deemed necessary;
- (c) adopt an annual budget;
- (d) transact other business as may properly come before the Assembly of Members;
- (e) give guidance to state senators to the AAFCS Senate and receive a report of and consider the decisions made by the Senators; and
- (f) accept and approve the program of work.

**Section 8:** State senators shall include the president and president-elect. The total number of state senators will be determined by AAFCS.

## **ARTICLE VIII COMPOSITION AND FUNCTIONS OF THE COMMITTEES**

**Section 1:** Membership Eligibility Committee.

This committee shall be composed of the district presidents and the vice-president for operations who shall serve as chair. The committee shall interpret membership requirements, promote the recruitment of members of all classifications, and keep informed on current membership statistics.

**Section 2:** Finance Committee.

The committee shall be composed of the treasurer who shall serve as chair, the president, the president-elect, and three vice-presidents. The committee shall prepare a proposed annual budget to be submitted by the treasurer to the Executive Board, and shall prepare a financial report to be submitted to the Executive Board by the treasurer.

**Section 3:** Elected Nominating Committee.

The Nominating Committee shall consist of five members who shall be active members to be elected by the Executive Committee. The chair of the committee is designated by the president. Each member shall serve for two years. Three members shall be elected to take office in the even-numbered years and two members shall be elected to take office in the odd-numbered years.

The duties of the committee shall be to present nominees for president-elect each year; nominations for vice-president for program development, treasurer, and historian to be elected to take office in the odd-numbered years; nominations for vice-president for operations, vice-president for cooperative relations, secretary, and parliamentarian to be elected to take office in even-numbered years. The Nominating Committee shall publish to the membership the names of all nominees at least 30 days prior to the meeting of the Assembly of Members at which the election is to take place.

**Section 4:** Annual Meeting Committee.

The duties of this committee are to plan and carry out the details associated with local arrangements and hospitality. The chair shall be appointed by the president, shall serve as a member of the Executive Board, and shall be a member of the AAFCS. The chair shall appoint the chair for the sub-committees needed to carry out the responsibilities. The vice-president for program development shall serve in an advisory capacity.

**Section 5:** Bylaws Committee.

This committee will be chaired by the parliamentarian who will appoint committee members as needed. The duties of the committee shall be to receive and propose amendments to the Association Bylaws and to submit the proposed amendments to the Executive Board for review.

## **ARTICLE IX MEETINGS**

There shall be an annual meeting of the State Association at such time and place as the Executive Board shall determine. The meeting shall be open to all members. Business shall be transacted by the members present and voting. **Five per cent of the membership shall constitute a quorum.** In the event of an emergency the annual meeting may be canceled by the Executive Board.

## **ARTICLE X NEWSLETTER**

This Association shall publish the Beacon as its official newsletter. The number of issues shall be dependent upon the recommendation of the Executive Committee. It shall be made available to all members of the Association and others designated by the Executive Committee.

## **ARTICLE XI FISCAL YEAR**

The fiscal year of the Association shall be May 1 through April 30.

## **ARTICLE XII AMMENDMENTS**

**Section 1:** These Bylaws may be amended by action of the Executive Board and a vote of two-thirds (2/3) of the members present and voting at any annual business meeting, provided that notice of the proposed amendment is given in due form at the preceding annual meeting or by mail, electronic means, or through publication in the Beacon to all members at least 30 days prior to the annual meeting at which the vote is to be taken.

**Section 2:** In the event of an emergency as determined by the Executive Board the Bylaws may be amended by mail or electronic means by a majority of the members voting.

## **ARTICLE XIII TAX EXEMPT STATUS**

No part of the net earnings of the Alabama Association of Family and Consumer Sciences shall inure to the benefit of, or be distributed to the members, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under section 170(c)(92) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE XIV 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 an officer 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 her/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 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 an officer may be entitled under any Bylaw, agreement, vote of the Executive Board or members, or otherwise.

#### **ARTICLE XV DISSOLUTION**

Upon the dissolution of the Alabama Association of Family and Consumer Sciences, the **Executive Board**, shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the **Executive Board** shall determine. Any of such assets not so disposed of shall be disposed of by the court of proper jurisdiction exclusively for such purposes or to such organizations organized and operated exclusively for such purposes, which the court shall determine.

#### **ARTICLE XVII PARLIAMENTARY AUTHORITY**

The Association shall be governed in its proceedings by the most recent edition of *Robert's Rules of Order*, except as otherwise provided in its Bylaws and standing rules.

Passed by Membership: \_\_\_\_\_

President's Signature: \_\_\_\_\_

Date \_\_\_\_\_