

# TAFCS Bylaws

November 2015

## ARTICLE I: NAME

The name of this organization shall be the Tennessee Association of Family and Consumer Sciences, hereafter referred to as TAFCS. TAFCS shall be an affiliate of the American Association of Family and Consumer Sciences (AAFCS).

## ARTICLE II: PURPOSES

The purpose 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 other wise 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 so 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: AFFILIATION WITH AMERICAN ASSOCIATION OF FAMILY AND CONSUMER SCIENCES

Section 1: This association shall be an affiliate

of the American Association of Family and Consumer Sciences (henceforth referred to as AAFCS) and the requirements for membership

shall include the membership requirements of AAFCS.

Section 2: TAFCS, as an affiliate state association, shall be represented in the Leadership Council by:

- a) the president
- b) the president-elect

If the membership is large enough to permit more council members, another board member will serve as the third council member.

Additional council members/alternates shall be elected by a majority of members voting at the annual meeting. These council members will serve for 1 year.

Section 3: TAFCS shall be represented on the AAFCS Board of Directors by the vice president-affiliates.

## ARTICLE IV: OFFICERS AND SALARIED STAFF: ELECTIONS

Section 1: The elected officers of the Association, who shall be active members, shall consist of a president, president-elect, vice president- of relations, vice president-program of work; secretary; treasurer; and up to two members at large and shall comprise the Executive Board of the Association.

Section 2: The appointed committee chairs shall consist of such chairs as the board deems advisable.

Section 3: A president-elect shall be elected each year to serve as president-elect for one year, as president for one year, and as counselor for the year immediately following the year as president. The person shall assume office as president June 1 following the term as president- elect. Only a member of the Executive Board or one who has served on the Executive Board shall be eligible for the presidency.

Section 4: The vice president-program of work

shall be elected in odd numbered years to serve two years. The vice-president of relations shall be elected in even numbered years to serve for two years.

Section 5: A secretary shall be elected in even numbered years and serve for two years.

Section 6: A treasurer shall be elected in odd numbered years and serve for two years.

Section 7: Members at large shall be elected annually to serve two years on the board.

Section 8: The treasurer and the secretary may be elected to the same office a maximum of two consecutive terms.

Section 9: Election shall be by majority of the votes cast.

Section 10: In the event of a vacancy in the office of the president, the counselor shall assume the duties of the office. If there is a vacancy in the office of the president-elect, the Executive Board shall select the person to fill the unexpired term.

Section 11: In the event of resignation of any elected officer from his/her office prior to or during the term, the TAFCS Executive Board shall elect a person to complete the term.

Section 12: Election of officers of TAFCS shall be held at the annual meeting. Names of candidates will appear in the pre-convention newsletter. Meeting the candidates and the actual voting will take place at the annual meeting.

Section 13: Elected and appointed officers will assume the duties of their office on June 1 of the year of their election.

#### ARTICLE V: FUNCTIONS OF OFFICERS

Section 1: The functions of the elected officers of the TAFCS shall be those which usually pertain to their respective offices. Each outgoing officer shall carry to completion the responsibilities of her/his office until May 31 of the final year of the term. Officers shall transfer to their successors all official records and materials.

Section 2: The specific duties of the elected officers are:

a) The president shall be the chief executive officer and chair of the Executive Board. The

president shall also serve as chair of the state delegation to the AAFCS Leadership Council and to Affiliates Presidents Unit.

b) The president-elect shall serve as an intern to the president; as member of the TAFCS Executive Board; as a council member to the AAFCS Leadership Council; and the AAFCS Affiliates Presidents Unit

c) The vice president- of relations shall serve as coordinator of all operations that shall sustain member services, the contact person for the TAFCS website, and serve as coordinator and liaison officer in legislative activities and with other agencies and organizations with related interests.

d) The vice president-program of work shall serve as chair of program of work committee; serve on state conference committee; and coordinate TAFCS awards and scholarly activities exhibitions.

e) The board members at large shall serve as coordinators for regional activities and shall serve as members of the TAFCS program of work committee and the nominating committee.

g) The secretary shall preserve the records and codify all action and policy decisions. At the request of the president, the secretary shall prepare all notices, conduct all necessary correspondence, and distribute the minutes of each meeting to the members of the Executive Board. A duplicate file of all Association correspondence shall be maintained.

h) The treasurer shall serve as chair of the finance committee; shall be responsible for all receipts and disbursements; shall pay out money only upon vouchers approved by the president or authorized in the budget. The treasurer shall maintain accounts at one bank that will allow transaction of business among its branches across the state.

Accounts of the association may not be moved from one bank to another without the approval of the board. The treasurer shall submit reports of receipts and disbursements to the Executive Board and at the assembly of members The treasurer

shall be self insured by the association and the accounts audited annually by a qualified accountant or one TAFCS member appointed by the president. The TAFCS auditing member must sign a conflict of interest declaration form before auditing the accounts. This report shall be published in the official organ of the association. At such times as the treasurer may be unable to act, the secretary shall act in that capacity.

i) The counselor (outgoing state president) shall serve in an advisory capacity to the president.

#### ARTICLE VI: COMPOSITION OF THE ASSOCIATION: FUNCTIONS

Section 1: The Executive Board of TAFCS shall consist of: the elected officers of the Association; the chair of the student unit organization; the counselor; and the student unit advisor; (the last two will serve without vote). The functions of the Executive Board of TAFCS are as follows:

a) It shall manage the business of TAFCS and shall refer to the assembly of members such matters as it deems advisable and as are required by Bylaws.

b) It shall receive committee reports and the budget as submitted by the finance committee and submit its recommendations to the assembly of members.

c) It shall approve dates, places for the meeting(s), registration fees and general convention plans of TAFCS and shall have the power to cancel annual meeting(s) in the event of an emergency or other situation as appropriate.

d) It shall provide for leadership as needed with other groups through appropriate means. This shall include appointment of representatives and membership on joint committees. It shall receive reports from members serving in these relationships and shall determine action.

e) It shall meet immediately before the annual meeting and at other times on the call of the president.

f) A majority of the voting members attending a scheduled meeting of the board shall constitute a quorum.

Section 2: The assembly of members shall be composed of all individual members of TAFCS except student and honorary members. This assembly shall transact the business of TAFCS at the annual meeting.

Section 3: The functions of the assembly of members are as defined below:

a) It shall convene at the time of the annual business meeting of TAFCS.

b) It shall receive reports of the election

c) It shall receive and act upon reports of the officers, division, professional section, and action group chairs, and committees of TAFCS.

d) It shall adopt an annual budget.

e) It shall adopt resolutions.

f) It shall transact other business as may properly come before the assembly of members.

g) It shall give guidance to state delegates to the AAFCS Leadership Council and receive a report of and consider such decisions made by the AAFCS Leadership Council as deemed appropriate by the TAFCS Executive Board.

#### ARTICLE VII: MEMBERSHIP, DUES AND PRIVILEGES

Section 1: Membership in the state affiliate shall consist of individual membership only.

Section 2: Individual members shall be active, supporting, associate, retired, student or honorary.

a) An active member shall be a person:

1) with a bachelor's or advanced degree from an accredited college or university in the United States, Canada, or other countries with a major in one or more of the knowledge-based areas of the profession, or

2) with a bachelor's or advanced degree with a major in a specialized subject matter area related to one or more of the knowledge-based areas of the profession from an accredited college or university in the United States,

- Canada, or other countries and with a minimum of two years experience in that area.
- b) An Ellen Richards Sustaining member shall be a person who is eligible for membership defined in Section 2(a) of this Article and is interested in furthering the purposes of the Association through an additional contribution according to the dues structure.
- c) A new professional member shall be a person:
- 1) with a bachelor's degree from an accredited college or university in the United States, Canada, or other countries, with a major in one or more of the knowledge-based areas of the profession and has not been a previously active member. This membership category is open to individuals during the first two years following the receipt of a baccalaureate degree. A new professional may have been a student member.
- d) An associate member shall be a person:
- 1) with a bachelor's degree from an accredited college or university but who is not eligible as defined in section 2 (a) (1) or Section 2 (a) (2) but who is interested in furthering the purposes of the Association as stated in Article II. After two (2) years of continuous membership, an associate member may petition to become an active member; or
  - 2) with a two-year associate degree from an accredited college or university in the United States, Canada, or other countries with a major in one or more of the knowledge-based areas of the profession or in a specialized subject matter area of the profession;
  - 3) who is eligible for active membership as defined in Section 2(a) and is not employed more than 20 hours a week or is serving in the first year of professional employment.
- e) A retired member shall be a person who has been an active member for at least 10 years, is 60 or more years of age, has met retirement guidelines at place of previous employment, and is no longer gainfully employed. It is the responsibility of the member to request retired status.
- f) A student member shall be a person:
- 1) who is enrolled in a two year or four year profession in an accredited college or university in the United States, Canada, or other countries; with a major in one or more of the knowledge-based areas of the profession or one of the specialized subject-matter areas; or
  - 2) who is enrolled full time by institutional standards and is progressing toward a graduate degree in a program administered by a unit established on the knowledge-base of the profession, and is not gainfully employed for more than 20 hours a week. The individual who chooses membership as a graduate student rather than active membership status may do so for no more than three (3) years for each advanced degree attempted, and is limited to no more than six years of such membership.
- g) An honorary member shall be a person other than a family and consumer sciences professional whom TAFCS desires to honor for exceptional services within the interest of TAFCS. Honorary membership may be granted by the Executive Board. A TAFCS honorary member may or may not be an honorary member of AAFCS.
- Section 3: Annual dues for all categories of individual membership shall be the amount which is returned to the state by AAFCS per member each year.
- Section 4: Privileges of individual members shall include:
- a) the receipt of one subscription of the official publication of AAFCS and the TAFCS newsletter;
  - b) full voting privileges under Article IV,

Section 2 for active, sustaining, new professional, associate, and retired members.

- c) the opportunity to serve as an elected officer of AAFCS and TAFCS, as an officer of a division, professional section, or action group if an active, sustaining, or new professional member; and
- d) the opportunity to serve as a member of other association committees, if an active, sustaining, associate, or retired member.

Section 5: Dues and privileges for organizational members shall be:

- a) Annual dues for organizational members shall be established by the AAFCS Board of Directors.
- b) All organizational members shall receive one (1) subscription to the official publications of AAFCS and such privileges as may be established by the AAFCS Board of Directors.

#### ARTICLE VIII: COMMITTEES

The association shall have standing or ad hoc committees as deemed appropriate by the Executive Board. All committee chairs shall be active members of the TAFCS.

Section 1: The chairs of the standing committees shall be appointed by the vice president under whose jurisdiction that committee falls.

Section 2: The ad hoc committee chairs shall be appointed by the president.

Section 3: Written reports of standing committees shall be submitted to the vice presidents and written reports of ad hoc committees submitted to the president for reporting to the Executive Board.

#### ARTICLE IX: DIVISIONS, PROFESSIONAL SECTIONS AND TASK FORCE

Section 1: The membership of TAFCS shall be organized into divisions, professional sections, and action groups. Divisions reflect the subject matter knowledge-bases of the profession. Professional sections reflect the professional settings within which the profession is practiced. Action groups reflect timely issues in

which TAFCS can assume a critical role.

Members may affiliate with one division and one professional section as part of their basic dues structure. Members wishing to join additional divisions or professional sections will pay an additional fee for each. Members may join action groups as they are established if guidelines for membership are met.

Section 2: The functions of divisions, professional groups, and action groups in TAFCS shall be the same as those established by AAFCS.

Section 3: Divisions and professional sections established by TAFCS will be in alignment with those in AAFCS. The number of divisions or professional sections may be equal or less than the number at AAFCS. Action groups may be different or the same as AAFCS.

Section 4: The student unit organization shall have its own standing rules developed in harmony with the Bylaws of TAFCS and AAFCS and approved by the TAFCS Executive Board.

Section 5: Opportunity may be provided on the program of the annual meeting of TAFCS for professional section, division, and/or action group meetings. The Executive Board shall provide, from the funds of TAFCS, such appropriations toward the work of professional sections, divisions, and action groups as funds permit. Request for funds shall be submitted to the vice president-program of work to be considered for the proposed budget for the coming year.

#### ARTICLE X: MEETINGS

There shall be annual meetings of the TAFCS at such time and place as the Executive Board shall approve. The meeting shall be open to all members. There shall be a business meeting of the assembly of members at the time of the annual meeting of TAFCS. The purpose of this meeting shall be to:

- 1) receive the report of the election;
- 2) receive and act upon the reports of the elected offices, the Executive Board, divisions, professional sections, action groups and committees of TAFCS;

- 3) adopt an annual budget, a program of work, and related programs;
- 4) act upon revision of the Bylaws;
- 5) adopt resolutions;
- 6) transact such other business as may properly come before the assembly of members.

The executive board may hold electronic meetings which may be approved by the board. Electronic meetings are subject to Bylaws as if they were face-to-face meetings. The ability to vote electronically requires the same regulations as face-to-face votes.

#### **ARTICLE XI: STATE ASSOCIATION**

**Section 1:** There will be no designated regions in the state of Tennessee.

**Section 2:** There will be one to two appointed members at large (see Article IV, Section 8 for election procedures) to help with planning the state conference and to serve on the nominating committee. These members can be from any county in the state.

#### **ARTICLE XII: NEWSLETTER**

The TAFCS shall publish as its official organ, the TAFCS Newsletter. The number of issues per year shall be determined by the Executive Board.

#### **ARTICLE XIII: FISCAL YEAR**

The TAFCS fiscal year will be the same as AAFCS.

#### **ARTICLE XIV: AMENDMENTS**

**Section 1:** These TAFCS Bylaws may be amended by a vote of two thirds of the assembly of members present and voting at any business meeting provided that notice is given in due form at the preceding annual meeting or by mail to all members thirty (30) days prior to the annual meeting at which it is to be voted on.

**Section 2:** In the event of an emergency or other appropriate situation as determined by the Executive Board, these Bylaws may be amended by mail, email, or other electronic

means by a majority of votes cast.

**Section 3:** Sections currently included in the organizational plans of AAFCS shall be recognized by TAFCS. When approved by the AAFCS Executive Board, new sections may be added.

#### **ARTICLE XV: TAX-EXEMPT STATUS**

**Section 1:** This Association is a non-stock and non-profit corporation. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its directors, officers, or other private person, except that the Association shall be authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions to further the objective set forth in Article III of the Articles of Incorporation.

No substantial part of the Association's activities shall be invested in carrying on propaganda or otherwise attempting to influence legislation. The Association shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any of the provisions in the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on:

- a) by corporation 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) or
- b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any future U. S. Internal Revenue law.)

**Section 2:** If in any one year the Association is found to be a private foundation, then, and in that event, its income for each taxable year shall be distributed at such time and in such manner as to not subject the foundation to tax under Section 4942 of the Internal Revenue Code. The foundation shall not engage in any

act of self-dealing (as defined in Section 4941 (d) of the Internal Revenue Code), shall not retain any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code), shall not make any investments in such a manner as to subject the foundation to tax under Section 4944 of the Internal Revenue Code, and shall not make any taxable expenditures (as defined in Section 4945 (d) of the Internal Revenue Code.)

#### **ARTICLE XVI: 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 a 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 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 proceedings 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, 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 director, officer, employee, or agent may be entitled under any Bylaw, agreement, vote of the Executive Board or members, or otherwise.

#### **ARTICLE XVII: DISSOLUTION**

In the event of dissolution or termination TAFCS, the Executive Board shall, after paying all the liabilities of the Association, dispose of all the assets of the association exclusively for the objectives of the Association in such a manner or to such organization or organizations organized exclusively for charitable, educational, or scientific purposes and at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future U. S. Internal Review law) as the Board shall determine.

Any 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 operate exclusively for such purposes, which the court shall determine.

#### **ARTICLE XVIII: PARLIAMENTARY AUTHORITY**

Except as otherwise provided in its Bylaws and standing rules, the Association shall be governed in its proceedings by *Robert's Rules of Order, Newly Revised*.