

# **BYLAWS**

of the

**AMERICAN ASSOCIATION OF  
FAMILY AND CONSUMER SCIENCES**

**May, 2007**

# AAFCS BYLAWS

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## ARTICLE I

### NAME

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

## ARTICLE II

### PURPOSES

The purposes of the Association are stated in the Articles of Incorporation.

## ARTICLE III

### MEMBERSHIP, DUES, FEES, AND PRIVILEGES

*Section 1.* Membership shall consist of two categories, individual and organizational. Individual members shall be members of the affiliate in which they reside or designate, as well as AAFCS. Members who live in a geographic area not served by an affiliate shall be members-at-large unless a member otherwise designates an affiliate.

*Section 2.* Individual membership categories shall be active, Ellen Richards Sustaining, new professional, associate, emeritus, 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<sup>1</sup>, Canada<sup>2</sup>, or other countries<sup>3</sup>, 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 of experience in that area.
- (b) An Ellen Richards Sustaining member shall be a person who is eligible for membership as 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.

<sup>1</sup> *As listed in Accredited Institutions of Post-secondary Education. Published for the Council on Post-secondary Education, Washington, D.C.*

<sup>2</sup> *As listed in Universities and Colleges of Canada.*

<sup>3</sup> *As listed in official publications of those countries.*

- (c) A new professional member shall be a person:
  - (1) with a bachelors 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 previous 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 the Articles of Incorporation. 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
  - (3) who is eligible for active membership as defined in Section 2(a) and is not employed more than 20 hours a week.
- (e) An emeritus member shall be a person:
  - (1) who is retired and at least 60 years of age; and,
  - (2) has been a member of AAFCS for at least 10 years.

It is the responsibility of the member to request emeritus status.
- (f) A student member shall be a person:
  - (1) who is enrolled full time or part time by institutional standards in a two-year or four-year program of the 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; or
  - (2) who is enrolled full time or part time by institutional standards and is progressing toward a graduate degree in a program administered by a unit established on the knowledge-based areas of the profession.
- (g) An honorary member shall be a person other than a family and consumer sciences professional whom the Association desires to honor for exceptional services within the interest of the Association. Honorary membership may be granted by the Board of Directors.

*Section 3.* Annual dues for all categories of individual membership shall be:

- (a) approved by the Senate;
- (b) the affiliated association designated by the individual member shall receive one-fourth of said dues; and
- (c) one hundred (100) percent of the dues of members-at-large shall be retained by AAFCS.

*Section 4.* Privileges of individual members shall include

- (a) the receipt of one subscription of the official publication of the Association;

- (b) full voting privileges under Article III, Section 2 for active, Ellen Richards Sustaining, new professional, associate, and emeritus members;
- (c) the opportunity to serve as an elected officer of the Association, as an officer of an action group and as a member of the nominating committee, if an active, Ellen Richards Sustaining, or new professional member; and,
- (d) the opportunity to serve as a member of other association committees, if an active, Ellen Richards Sustaining, associate, or emeritus member.

*Section 5.* Organizational members

An organizational member shall be an organized group, agency, organization or business. Such potential organizational members should have purposes in common with AAFCS and the organizational membership would result in mutual benefit for the two organizations.

*Section 6.* Dues and privileges for organizational members:

- (a) Annual dues for organizational members shall be established by the Board of Directors; and
- (b) All organizational members shall receive one journal subscription of the Association and such privileges as may be established by the Board of Directors.

**ARTICLE IV**

**AFFILIATE FAMILY AND CONSUMER SCIENCES ASSOCIATIONS**

*Section 1.* An affiliate family and consumer sciences association may be a state association. Such associations shall be organized on a state by state basis, or within the District of Columbia, U.S. Territories, and/or appropriate groupings of the foreign services and shall:

- (a) incorporate in their bylaws or articles of incorporation the purposes of the Association; and
- (b) include as its membership requirements, membership requirements of the Association.

*Section 2.* Affiliate associations shall be composed of individual members. Affiliate members shall pay dues simultaneously to the affiliate association and to AAFCS. Affiliates requesting exceptions to membership categories and dues arrangements shall seek approval from the AAFCS Board of Directors.

*Section 3.* Each affiliate association shall be represented in the Association's Senate by its president or affiliate's designee, and at least one additional duly authorized delegate as specified in Article VII, Section 2 (a) (1)

*Section 4.* Affiliate associations shall be collectively represented on the Board of Directors by the Director of Affiliates.

**ARTICLE V**

**OFFICERS AND STAFF; ELECTIONS**

*Section 1.* Officers of the Association shall consist of President, President-elect, Past President, Student Unit Chair, Director of Affiliates, Treasurer, and three Directors-at-Large. One of these individuals, other than the President, will be elected annually by the Board of Directors as Secretary of the Association. All

officers must be active, Ellen Richards Sustaining, or new professional members of the Association and shall be elected by individual members, except the Director of Affiliates who shall be elected by the presidents or designees of the affiliates; the Chair of the Student Unit must be a student member who shall be elected by the designated student electors of each state.

Section 2. Election of officers of the Association and members of the nominating committee shall be in accordance with election procedures adopted by the Board of Directors.

*Section 3.* A President-elect shall be elected annually. The President shall officially assume office at the close of the annual conference of the year during which the member has served as President-elect. Only AAFCS members who are current or former elected members of the Board of Directors, or chair of an action group; council, commission, national committee; or president of an affiliate association representing states or territories, including the District of Columbia, shall be eligible for the presidency. The President serves for a term of one year or until the selection of a successor.

*Section 4.* The Treasurer and Directors-at-Large shall be elected on a schedule to be determined by the Board of Directors. The Treasurer and Directors-at-Large shall be elected to serve for three years or until the selection of their successors and shall officially assume office at the close of the annual conference of the Association in the year of induction into office.

*Section 5.* The nominating committee is elected by individual members on the annual ballot to serve a two year term (See Article X, Section 2). The chair of the nominating committee shall be designated by the AAFCS President from among those elected to serve on the nominating committee.

*Section 6.* Elections shall be by majority of votes cast. The nominating committee elections are by plurality.

## **ARTICLE VI**

### **FUNCTIONS OF OFFICERS AND STAFF**

*Section 1.* The functions of the elected officers of the Association follow:

- (a) The President shall give general supervision and leadership to organizational policies and programs. The President shall be a voting member of the Senate. The President shall be the official spokesperson for the Association. The President shall create committees and appoint members to all committees for which there is not otherwise specific provision, appoint members to fill unexpired terms in case of vacancies for elected offices, subject to the approval of the Board, with the exception of the President-elect who shall be elected by the Board of Directors. The President shall prepare an annual report for presentation to the Senate.
- (b) The President-elect shall assume the duties of the office of president should the President be unable to serve. The President-elect shall prepare an annual report for presentation to the Senate. The President-elect shall preside over the Senate.
- (c) The Treasurer and Directors-at-Large shall be voting members of the Senate. They shall serve as liaison and ex-officio members without vote on committees under their direction unless specified to be chair; recommend the continuation, reorganization, formulation, and/or change in function or status of Association committees to the Board of Directors for consideration and action; represent the President of the Association when requested; represent the Association at affiliate meetings, workshops, and conferences, or national meetings of other organizations upon request by and/or in coordination with the Executive Director; and shall prepare an annual report for presentation to the Senate.

- (d) The Secretary shall be elected annually from among the members of the Board of Directors. The Secretary shall prepare the minutes of all business meetings of the governing bodies of the Association and shall prepare an annual report for presentation to the Senate.
- (e) The chair of the Student Unit shall be a voting member of the Board of Directors and a voting member of the Senate; shall coordinate the activities of the Student Unit; and shall prepare an annual report for presentation to the Senate and for inclusion in official publications of the Association.

*Section 2.* The functions of salaried staff members of the Association are as defined below:

- (a) The Executive Director shall be the administrator of the headquarters office of the Association; be responsible for execution of the policies of the Association; act as custodian of the seal and records of the Association; and be an ex-officio member without vote of the AAFCS Board of Directors. Should the office of Executive Director become vacant, the President of the Association shall designate a salaried staff member to serve until the position is filled.
- (b) The selection and function of other salaried staff members shall be determined by the Executive Director within policies and budget which have been established by the governing bodies of the Association.

## **ARTICLE VII**

### **COMPOSITION AND FUNCTIONS OF SENATE**

*Section 1.* The Association, in order to effect its purposes, shall have a Senate.

*Section 2.* The composition and functions of the Senate are as defined below:

- (a) The Senate shall consist of:
  - (1) a minimum of two senators from each affiliate (one being the affiliate president or affiliate's designee). Affiliates with membership between 500-999 shall have one additional senator; with membership over 1000, there shall be two additional senators for a maximum of four. Senator selection shall be determined by all members of each affiliate. Senators may serve for a two-year term with terms being staggered within each affiliate. The term of office for senators begins with the Senate Meeting held during the AAFCS Annual Conference and Exposition;
  - (2) three past AAFCS Presidents elected by their membership for staggered terms;
  - (3) two students elected annually for a one-year term by the membership of the Student Unit; and
  - (4) voting members of the AAFCS Board of Directors with length of terms designated by their term of office.
- (b) The Senate shall hold one on-site meeting annually to occur in conjunction with the AAFCS Annual Conference and Exposition. Other work of the Senate shall be conducted as needed through mail ballot and/or technology-assisted communications. A majority of the members registered for the Senate shall constitute a quorum.
- (c) The functions of the Senate shall be to:
  - (1) receive annual reports;
  - (2) receive fiscal reports;

- (3) receive reports from officers and committee/council chairs;
- (4) adopt strategic plans for the Association;
- (5) adopt resolutions;
- (6) approve categories and dues for membership; and
- (7) adopt and amend AAFCS Bylaws.

## **ARTICLE VIII**

### **COMPOSITION AND FUNCTIONS OF BOARD OF DIRECTORS**

*Section 1.* The Association in order to effect its purpose shall have a Board of Directors. The Board of Directors shall act as the legal representative of the Association, set Association policy, and provide leadership for and manage the affairs and funds of the Association.

*Section 2.* The composition and functions of the Board of Directors are as defined below:

- (a) The AAFCS Board of Directors shall consist of the President; President-elect; Past President, Treasurer, Chair of the Student Unit, the Director of Affiliates, three Directors-at-Large, and the AAFCS Executive Director, an ex-officio member without vote.
- (b) The functions of the Board of Directors of the Association shall include, but not be limited to:
  - (1) establish and monitor operating policies and procedures for the conduct of Association and headquarters business;
  - (2) coordinate the development, implementation, and evaluation of the Association's Strategic Directions and recommend to the Senate;
  - (3) manage the financial affairs and serve as the legal representative of the Association;
  - (4) approve budget and present fiscal reports to the Senate;
  - (5) authorize an audit of the official financial records of the Association at least once a year by an auditor who is a certified public accountant and the publication of the auditor's report in the journal of the Association;
  - (6) determine dates and places of annual conferences, and have power to cancel an annual conference;
  - (7) establish and/or approve standing and ad hoc committees and act on their reports;
  - (8) authorize the President to appoint ad hoc committees;
  - (9) identify action groups and approve Board and member initiated action groups;
  - (10) appoint official representatives of the Association to external groups;
  - (11) appoint Executive Director and review performance annually;
  - (12) approve applications for organizational memberships;
  - (13) meet a minimum of two times annually;
  - (14) authorize affiliations with other organizations;
  - (15) recommend program priorities for a given year; facilitate and implement program as determined by the Senate;
  - (16) approve the priorities for development;
  - (17) review all proposed amendments of the Bylaws and recommend to the Senate;
  - (18) fill unexpired term of the President-elect in case of vacancy, in keeping with procedures in Article VI, Section 1(a) and eligibility criteria, Article V, Section 3; and
  - (19) generate and submit policy statements to the Senate.

*Section 3* A majority of the currently serving members of the Board of Directors shall constitute a quorum.

*Section 4* Meetings of the Board of Directors may be held by means of telephone or other technology-assisted options. All Directors participating in the meeting need to be able to communicate with each other.

*Section 5* A Board member may not serve two consecutive terms in the same Director position. S/he may serve a second term in another office (President-elect, Treasurer, Director of Affiliates, or Director-at-Large) immediately following her/his term as Director, or s/he may serve again as a Director after a break in Board service.

## ARTICLE IX

### COMPOSITION AND FUNCTIONS OF ACTION GROUPS

*Section 1.* Membership. The membership of the Association may affiliate with action groups formed to address timely issues in which AAFCS can assume a critical role.

*Section 2.* Action groups must maintain a membership of 20 and submit a status report annually to the Board of Directors.

*Section 3.* Action groups may be identified by the Board of Directors, the Senate, or members who are committed to create a community to address an identified need, issue, or area of concern for an agreed upon period of time. Only the Board of Directors has authority to approve an action group. An annual report shall be submitted to the Board of Directors.

An action group shall terminate upon completion of its stated outcome.

*Section 4.* The functions of action groups shall be to:

- (a) focus on timely concerns, trends, and issues affecting family, individual, and community well-being;
- (b) take positive action to educate members and others regarding the impact of the identified concerns, trends, and issues;
- (c) create and/or influence public policy related to those issues;
- (d) support the AAFCS Strategic Direction;
- (e) provide programming to support the professional development of members at meetings and at other times as appropriate;
- (f) schedule to meet at the AAFCS Annual Conference and Exposition, if appropriate;
- (g) organize to accomplish outcomes; and
- (h) encourage and assist members with the action group efforts on affiliate and district levels.

The action group will manage its funds in accordance with guidelines established by the Finance Committee. It may assess additional dues as approved by the action group membership.

*Section 5.* A Board member shall be designated by the Board to coordinate and oversee programs within action groups; and serve as liaison between the Board of Directors and the action groups. This Board member oversees the election process; the annual meetings of the action groups; and any action group sponsored seminar or workshop.

## ARTICLE X

### COMMITTEES AND COUNCILS

*Section 1.* The Board of Directors annually shall appoint active, Ellen Richards Sustaining, new professional, associate, student, and/or emeritus members to the following standing committees:

- (a) Bylaws Committee. The duties of the committee shall be to receive and propose amendments to the AAFCS Bylaws and to submit the proposed amendments to the Board of Directors for review.
- (b) Finance Committee. The duties of the committee shall be to review the budget as submitted by the Treasurer and approve for presentation to the Board of Directors. The Treasurer shall be the chair of the Finance Committee.
- (c) Ethics Committee. The ethics dimension of the Association shall be vested in the Ethics Committee. The committee shall be so organized to facilitate and promote the ethical practices of members.
- (d) Development Committee. The Development Committee will have the responsibility of overseeing all of the development activities of the Association according to the priorities established by the Board of Directors.

*Section 2.* Nominating Committee.

The Nominating Committee shall have oversight of the election process.

Two nominations shall be presented for each available position annually.

Nominations for President-elect shall be presented annually.

Nominations will be presented for Treasurer to serve a three-year term on a schedule established by the Board of Directors.

Nominations will be presented for three Director-at-Large positions, each serving three years, on a rotating schedule established by the Board of Directors.

The committee will present two categories of nominations for the slate for the Nominating Committee;

four nominations from the active, Ellen Richards Sustaining, new professionals, or emeritus members as the slate for the Nominating Committee annually (i.e. two shall be elected each year); and

two nominations from former members of the Board of Directors for the slate in odd-numbered years to be voted on in a separate category (i.e. one shall be elected each year).

*Section 3.* Council for Accreditation. The Association's accreditation program shall be vested in the Collegiate Assembly of the Higher Education Unit (HEU) and the Council for Accreditation. Each group shall organize itself according to its own rules of order to carry out the Association's accreditation program provided these do not conflict with the AAFCS Bylaws. The chair of each group shall make an annual report to the Board of Directors.

*Section 4.* Council for Certification. The Association's certification program shall be vested in the Council for Certification which shall organize itself according to its own rules of order to carry out the Association's

certification program, provided these do not conflict with the AAFCS Bylaws. The chair of the Council shall make an annual report to the Higher Education Unit and the Board of Directors.

*Section 5.* Reports of committees and councils shall be submitted to the Board of Directors and the Senate.

*Section 6.* The Board of Directors will consult with the President to authorize the appointment of additional committees and councils as needed. Reports of such committees and councils shall be submitted upon request.

## **ARTICLE XI**

### **UNITS**

*Section 1.* There shall be units of the Association to coordinate, strengthen, and promote the Association's programs. Units shall consist of official representatives of groups within the Association.

*Section 2.* Units of the Association are:

- (a) **Affiliate Presidents' Unit.** The president and president-elect of each affiliated association shall constitute this unit. The Director of Affiliates shall represent this unit on the Board of Directors.
- (b) **Higher Education Unit.** The Association's leadership in postsecondary education shall be vested in the Higher Education Unit (HEU) which is composed of one representative of each member family and consumer sciences unit in higher education. HEU shall organize itself according to its own rules of order to carry out the Association's post-secondary education program.

The Higher Education Unit includes a subsidiary, the Collegiate Assembly. The Collegiate Assembly is responsible for setting the standards for professional preparation and monitoring practices of professionals. The Collegiate Assembly is comprised of one representative of each accredited program and the chair of the Council for Accreditation.

The following professional standards functions of the Association are included in the Higher Education Unit: accreditation and certification. The accreditation program shall be vested in the Collegiate Assembly of the Higher Education Unit (HEU) and Council for Accreditation.

The certification program shall be vested in the Council for Certification. Each council shall organize itself according to its own rules of order. The President-elect shall serve as liaison between the Board of Directors and the Higher Education Unit. The President-elect shall make an annual report on professional standards to the Board of Directors.

*Section 3.* Each unit shall have its own rules of order which shall not be in conflict with the AAFCS Bylaws and which shall be approved by the Board of Directors of the Association. Each unit shall elect its own officers and shall establish committees and councils as are required for its functions.

*Section 4.* Additional units may be organized on the approval of the Board of Directors of the Association.

## **ARTICLE XII**

### **MEETINGS**

There shall be an Annual Conference and Exposition of the Association at such time and place as the Board of Directors shall determine. No annual conference shall be held at a time that will shorten or

lengthen the term of any elected officer by more than six (6) months. In the event of an emergency the Annual Conference and Exposition can be canceled by the Board of Directors.

### **ARTICLE XIII**

#### **JOURNAL**

AAFCS shall publish a professional journal which shall be the official publication of the Association. All rights, including title rights, copyrights, and good will shall be vested in the Association.

### **ARTICLE XIV**

#### **FISCAL YEAR**

The fiscal year of the Association shall be determined by the Board of Directors and shall be noted in the Association's Policy and Procedures Manual.

### **ARTICLE XV**

#### **AMENDMENTS**

*Section 1.* These Bylaws may be amended by action of the Board of Directors and a vote of two-thirds of the currently serving members of the Senate present and voting at any annual meeting of the Senate, provided that notice of any proposed amendment(s) be given by mail, email, or through one of the official publications of the Association to all members at least thirty (30) days prior to the meeting at which the vote is to be taken.

*Section 2.* In the event of an emergency as determined by the Board of Directors, the Bylaws may be amended by mail ballot by a majority of the currently serving members of the Senate designated as such in writing to the Executive Director.

### **ARTICLE XVI**

#### **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 distributed to, its Directors, officers, or other private persons, 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 corporations 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 a 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 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 XVII**

### **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 Director, officer, employee, or agent may be entitled under any Bylaw, agreement, vote of the Board of Directors or members, or otherwise.

## **ARTICLE XVIII**

### **DISSOLUTION**

In the event of dissolution or termination of the Association, the Board of Directors 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 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 Revenue law) as the 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 XIX**

### **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.