

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

Adopted March, 2008

**ARTICLE I
NAME**

The name of this association shall be The Nebraska Association of Family and Consumer Sciences, hereinafter referred to as "NAFCS", and it shall be an affiliate of the American Association of Family and Consumer Sciences, hereinafter referred to as "AAFCS."

**ARTICLE II
PURPOSES**

The purposes of the association are stated in the Articles of Incorporation of the AAFCS.

**ARTICLE III
AFFILIATION WITH AAFCS**

Section 1. The NAFCS shall be an affiliate of AAFCS, and the requirements for membership in NAFCS shall include all membership requirements of AAFCS.

Section 2. The NAFCS, as an affiliated state family and consumer sciences association, shall be represented in the AAFCS Senate by a minimum of two senators (one being the NAFCS president and one being the NAFCS president-elect). Senator alternate selections shall be determined by the president of NAFCS. Senators may serve for a two-year term with terms being staggered.

Section 3. The NAFCS shall be represented on the board of directors of the AAFCS by the AAFCS vice president-affiliates.

**ARTICLE IV
OFFICERS, ELECTED COMMITTEE MEMBERS, & ELECTIONS**

Section 1. Election of officers of NAFCS and of members of the nominating and election committee shall be by mail ballot. The ballots shall be mailed to all individual members at least thirty (30) days before the annual meeting. The ballots shall be returned to the chairperson of the nominating committee or the Executive Secretary by mail not later than two (2) weeks prior to the annual meeting.

Section 2. The president-elect shall be at least one nominee, elected annually, serving as president-elect for one (1) year, as president for one (1) year and one (1) year as past president. The president-elect shall assume office as president at the close of the annual meeting of the year during which this officer has served as president-elect. Only a member who has served on the Board of Directors or Executive Council shall be eligible for the presidency.

Section 3. The vice president - program shall be at least one nominee, elected in even-numbered years for a two (2) year term. Members who have served on the Board of Directors or Executive Council within the past five (5) years shall be given first consideration for the vice president -program. However, it is not mandatory that they have served in the past five (5) years to be eligible.

Section 4. A recording secretary shall be at least one nominee, elected in even-numbered years for a term of two (2) years. The recording secretary shall assume office at the close of the annual meeting that follows the election of this officer.

Section 5. A treasurer shall be at least one nominee, elected in odd-numbered years for a term of four (4) years. The treasurer shall assume office at the close of the fiscal year that follows the election.

Section 6. The nominating committee shall be at least two nominees for each vacancy, elected annually. Each member shall serve for two years. Two members shall be elected in odd-numbered years and three shall be elected in even-numbered years, for a total of five (5) members. The chair of the nominating committee shall be designated by the NAFCS president from among those elected to serve on the nominating committee.

Section 7. A nominee must receive a majority of the votes cast for that office or committee.

Section 8. A person may serve more than one term with approval of the Board of Directors or vote of the membership.

ARTICLE V FUNCTIONS OF OFFICERS AND STAFF

Section 1. The president shall be the chief executive officer of the NAFCS and shall exercise general supervision over the interests and welfare of the organization. The president shall be a member of and chairperson of the Board of Directors and the Executive Council. The president shall preside at the annual business meeting of the NAFCS; shall appoint all committees and chairpersons, the appointment of which is not otherwise specifically provided for in these Bylaws; shall appoint members to fill unexpired terms in case of vacancies in both elective and appointed officers, except for the office president-elect. The president shall approve the treasurer's appointment of an auditor of the treasurer's books. The president, with the approval of the Board of Directors, shall appoint annually NAFCS Senate delegates and alternate delegates to the AAFCS Senate. The president shall represent NAFCS at AAFCS annual meeting. In case of a vacancy in the unexpired term of the president, the president-elect shall fill the unexpired term.

Section 2. The president-elect shall be a member of the Board of Directors and the Executive Council with vote. The president-elect shall serve as a member of these standing committees; (1) program and (2) bylaws and handbook. The president-elect shall serve as official delegate to AAFCS Senate and the AAFCS Board of Directors. The president-elect shall fill an unexpired term of the president. The president-elect shall appoint standing committee co-chairpersons to serve one (1) year as co-chairperson and one (1) year as chairperson. The president-elect also selects two people to serve as co-chairperson of the annual meeting held during his/her term. In the event of a vacancy in the unexpired term of the president-elect, the Board of Directors shall determine the president-elect by ballot.

Section 3. The past president shall be a member of the Board of Directors and the Executive Council. The past president shall serve in an advisory capacity to the president, Board of Directors, Executive Council, and the Bylaws-Handbook Committee; contribute news regularly to NAFCS and AAFCS publications; shall serve as parliamentarian at meetings of the Board of Directors and the Executive council and NAFCS annual meeting; and shall perform such duties as delegated by the president.

Section 4. The vice president - program shall be a member of the Board of Directors and the Executive Council. The vice president - program shall serve in the absence of the president; shall serve as chairperson of the program committee. The vice president - program shall develop a program of work that coordinates with the Association Strategic Directions and activities of NAFCS, reporting accomplishments annually to AAFCS.

Section 5. The recording secretary shall be a member of the Board of Directors and the Executive Council. The recording secretary shall be responsible for the minutes of all business meetings of the NAFCS and its governing bodies.

Section 6. The treasurer shall be a member of the Board of Directors and the Executive Council. The treasurer shall be custodian of all money, bonds, notes, deeds, as directed by the Board of Directors, and of all funds of the NAFCS which are held for investment. The treasurer shall pay out money upon receipt of vouchers which are regular business of the NAFCS and are a part of the budget for the current year and have been approved by the Board of Directors. The treasurer shall prepare the annual budget.

Section 7. The Student Unit Chair shall be a member of the Board of Directors and the Executive Council. The Student Unit Chair shall be responsible for reporting to the student members and bringing information from the state student unit to the Board of Directors and the Executive Council.

Section 8. The executive secretary is appointed by the Board of Directors. The executive secretary shall notify members of the Board of Directors and Executive Council of the time, place and purpose of any meetings called not less than fourteen (14) days before a meeting; shall conduct all correspondence of NAFCS; shall act as custodian of the records of the Association; be an ex-officio member without vote of the NAFCS Board of Directors; and other duties as determined by the Board of Directors.

ARTICLE VI BOARD OF DIRECTORS; MEMBERSHIP; MEETINGS; FUNCTIONS

Section 1. The Board of Directors shall consist of the president, president-elect, past president, vice president-program, recording secretary, treasurer, nominating chairperson, and student unit member chair. The executive secretary of NAFCS shall serve as an ex-officio member without vote. Each director shall hold office until a successor has been duly elected. The Board of Directors may meet as needed.

Section 2. A regular annual meeting of the Board of Directors shall be held without other notice than noted in this section at the same place as the annual meeting of the membership. The Board of Directors may provide by resolution a time and place for the holding of additional regular meetings without other notice than such resolution.

Section 3. Special meetings of the Board of Directors may be called by or at the request of the President or any three (3) members of the Board. Those calling the meeting may set the place and time for the meeting. Notice of any special meeting shall be given at least three (3) days prior to such meeting.

Section 4. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 5. With the exception of the Executive Secretary, members of the Board of Directors shall not receive any compensation from the NAFCS for services rendered as a Director, but may be reimbursed for expenses incurred in performing the duties of the office.

Section 6. The functions of the Board of Directors of the NAFCS shall be to:

- (a) manage the business of the NAFCS.
- (b) receive the budget prepared by the finance committee.
- (c) appoint, evaluate annually, and determine the responsibilities of the Executive Secretary.

Section 7. 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 8. The Board of Directors may create committees with such powers as may be stated in the proposal naming such committees.

ARTICLE VII GOVERNING BODY, MEMBERSHIP, DUES AND PRIVILEGES

Section 1. The membership shall meet at the time of the annual meeting and shall take necessary action by mail ballot during the year. The function of the business meeting at the annual meeting shall be to transact all business as may properly come before the membership.

Section 2. Members of the NAFCS shall also be members of the AAFCS. Honorary members of the NAFCS are the exception. Membership in AAFCS shall consist of two categories - individual and organizational. Membership in NAFCS shall be individual.

Section 3. Individual members of the NAFSC shall be active, Ellen Richards Sustaining, new professional, associate, retired, student unit, or honorary.

(a) An active member of NAFCS shall be a person:

1) with a bachelor's or an 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 from an accredited college or university in the United States, Canada, or other countries, with a major in a specialized subject-matter area related to one or more of the knowledge-based areas of the profession, with a minimum of two years experience in that area.

(b) An Ellen Richards Sustaining member shall be a person who is eligible for active membership as defined in Section 5(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 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 pre-professional/graduate student member.

(d) An associate member of NAFCS shall be a person:

1) with a baccalaureate degree, from an accredited college or university in the United States, Canada, or other countries, not eligible for active membership, but who is interested in furthering the purposes of the Association as stated in the Articles of Incorporation. After two (2) years of continued 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 and is not employed more than 20 hours per week.

(e) A retired member shall be a person who has been an active member of NAFCS 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 unit 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 Nebraska with a major in one or more of the knowledge-based areas of the profession; 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 NAFCS desires to honor for exceptional service within the interest of the Association. Honorary membership may be granted by the Board of Directors.

Section 4. Annual dues for all categories of individual memberships shall be approved by the AAFCS Senate. The NAFCS shall receive one-fourth of said national dues plus an additional assessment as determined by a majority vote of the NAFCS membership.

Section 5. Privileges of individual members shall include:

(a) The receipt of one subscription of the official publications of the AAFCS, and the newsletter from NAFCS.

(b) The right to vote under Article IV, Section 1 of the Bylaws. Pre-professional/graduate student members shall be limited to vote for officers of the Pre-professional/graduate Student Member Section.

(c) The opportunity to serve, if an active, Ellen Richards Sustaining, new professional, associate, or retired member, as an elected officer of the Association; chairperson of an action group; and, as a member of the nominating committee or other NAFCS committees.

ARTICLE VIII DIVISIONS, PROFESSIONAL SECTIONS, AND ACTION GROUPS

Section 1. AAFCS is organized into divisions, professional sections, and action groups. Divisions reflect the subject knowledge bases of the profession. Professional sections reflect the professional setting within which the profession is practiced. Action groups reflect timely issues in which members can assume a critical role.

Section 2. In NAFCS, action groups may be identified by the Board of Directors or members who are committed to creating a community to address an identified need or area of concern for a specified limited period of time. Action groups may be proposed by submitting a plan to the Board of Directors through the vice president-program. An annual summary report of action groups will be provided to the Board of Directors and the Executive Council. The president shall appoint an action group chairperson to represent each group on the Executive Council.

**ARTICLE IX
EXECUTIVE COUNCIL AND COMMITTEES**

Section 1. The Executive Council of NAFCS shall consist of the following:

- (a) members of the Board of Directors
- (b) chairpersons of standing committees
- (c) faculty adviser to the Student Unit Chair
- (d) chairpersons of action groups

Ex-officio members, without vote, shall include:

- (a) the state adviser of the Nebraska Association of FCCLA
- (b) a NAFCS member who holds an executive or appointive office in AAFCS
- (c) other Ad Hoc committee chairs appointed or retained by the President

Section 2. The functions of the Executive Council of the NAFCS shall be to:

- (a) meet with the Board of Directors serving as a forum for discussion.
- (b) consider and act upon matters of general interest which affect the welfare of NAFCS.

Section 3. Standing committees shall be appointed to fulfill the following functions.

- (a) Bylaws-Handbook Committee. The duties of the committee shall be to receive and propose amendments to the NAFCS Bylaws and to submit the proposed amendments to the Board of Directors for review. The proposed amendments shall be mailed to all members at least thirty (30) days prior to annual meeting. Officer and committee handbooks will be updated annually.
- (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.

Section 4. The nominating committee shall prepare a slate of nominees for elected officials and committees annually. If there is a vacancy in the case of president-elect, the nominating committee shall investigate eligible candidates and present the slate to the Board of Directors. The Board of Directors shall determine the president-elect by ballot.

**ARTICLE X
MEETINGS OF MEMBERS**

Section 1. There shall be an annual meeting of the NAFCS as determined by the Board of Directors. No annual meeting shall be held at a time that will shorten or lengthen the term of any officer by more than six months. Notice stating place, day and hour of the annual meeting shall be published not less than thirty (30) days prior to the meeting. In the event of an emergency, the Annual Meeting can be canceled by the Board of Directors.

Section 2. There shall be a business meeting of the membership at the time of the annual meeting of the NAFCS. The purpose of this meeting shall be to (1) receive and act upon the report of the election; (2) receive and act upon the reports of the elected officers, the Board of Directors, and committees of the NAFCS; (3) adopt an annual budget and related programs; (4) act upon revisions of the Bylaws; (5) adopt resolutions; and (6) transact such other business as may properly come before the membership.

Section 3. Business of the NAFCS shall be transacted by a majority vote of the members present and voting.

**ARTICLE XI
OFFICIAL PUBLICATION**

The official publication of NAFCS shall be sent to each member.

**ARTICLE XII
FISCAL YEAR**

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

**ARTICLE XIII
BOOKS AND RECORDS**

Complete books and records of account shall be kept, including minutes of the proceedings of its members, and the names and addresses of members, the Board of Directors and Executive Council. The documents shall be maintained by the NAFCS Executive Secretary. All books and records of the NAFCS may be inspected by any member, or said member's agent or attorney, for any proper purpose at any reasonable time.

**ARTICLE XIV
AMENDMENTS**

Section 1. These Bylaws may be amended by action of the Board of Directors and a vote of two-thirds of the members present and voting at the annual meeting, provided that notice of any proposed amendment (s) be given by mail or through the official publication of the NAFCS 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 members designated as such in writing to the executive secretary.

Section 3. NAFCS Bylaws shall automatically be changed to reflect changes in AAFCS Bylaws concerning membership, dues, fees, and privileges. The NAFCS Bylaws shall be amended as needed to conform to other changes made in AAFCS Bylaws.

**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 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 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 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 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 XVII 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 XVIII PARLIAMENTARY AUTHORITY

Except as otherwise provided in its bylaws and standing rules, the NAFCS shall be governed in its proceedings by the most recent edition of Robert's Rules of Order, Newly Revised.