Bylaws of the Arkansas Association of Family and Consumer Sciences

Article I. Name

The name of this non-profit organization shall be the Arkansas Association of Family and Consumer Sciences, hereafter referred to as ArAFCS. It shall be an affiliate of the American Association of Family and Consumer Sciences.

Article II. Purpose and Mission

Section 1. The purpose of ArAFCS shall be to further education and research in family and consumer sciences. The mission is to provide leadership and support for professionals in Arkansas whose work assists individuals, families, and communities in making informed decisions about their well-being, relationships and resources to achieve optimal quality of life. ArAFCS 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;

Section 2. ArAFCS is organized and operated for the exclusive purpose of Article II, Section I of this document and within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954

Article III. Membership, Dues, Fees, and Privileges

Membership dues, fees, and privileges shall be as recommended by ArAFCS Executive Board and approved by 2/3 majority of voting members of ArAFCS. Membership definitions are in separate policy.

Article IV. Affiliation with American Association of Family and Consumer Sciences

Section 1. The ArAFCS shall be an affiliate of the American Association of Family and Consumer Sciences (AAFCS) by including in its Constitution and Bylaws the purposes of AAFCS and including as its membership requirements the membership requirements of AAFCS.

Section 2. A prerequisite for membership in ArAFCS shall be membership in AAFCS.

Section 3. Arkansas representatives to the AAFCS Senate will include: Officer Delegate (president or alternative); and at least one duly authorized delegate as specified by the bylaws of AAFCS.
Article V. Officers

Section 1. The elected officials for ArAFCS shall be active, supporting or retired members. The elected officers shall be president-elect, vice president, secretary, and treasurer (president is addressed in Section 4 of this article). Expiring Nominating Committee positions shall also be elected.

Section 2. The Nominating Committee will prepare a proposed slate of officers and Nominating Committee members to be presented to the membership at the annual meeting. Affirmation of the slate officers shall be by majority vote.

Section 3. Officers shall be elected during the annual business meeting. Nominations in addition to the slate may be made from the floor with the consent of the nominee. Election to office shall require a majority of votes cast. In the event no candidate receives a majority of the votes, then the two candidates receiving the highest number of votes shall be voted on until one does receive a majority of the votes cast.

Section 4. Officers and new members of the Nominating Committee shall assume duties at the beginning of the fiscal year (See Article XII) following election.

The president-elect shall be elected annually and serve a three-year commitment:
- Year 1 as president-elect
- Year 2 as president
- Year 3 as counselor

The secretary and positions 1 and 2 of the Nominating Committee shall be elected in odd numbered years. The vice-president, treasurer, and positions 3, 4, and 5 of the Nominating Committee shall be elected in even numbered years.

Section 5. The nominees for president-elect shall have served as an elected officer or Nominating Committee member within the previous five years. It is recommended they belong to a different professional section from the current president and president-elect. Newly elected officers shall assume their duties at the end of the fiscal year during which they were elected.

Section 6. In case of a vacancy, the president shall, with the approval of the Executive Board, which is comprised of the president, president-elect, vice-president, secretary, and treasurer, appoint a member to fill the unexpired term in all elective offices except that of president-elect. In case a vacancy shall occur in the office of president-elect, the Executive Board shall select a replacement.

Section 7. The outgoing president shall serve as the counselor to the Executive Board with voting ability.

Article VI. Duties and Functions of Officers

Section 1. The president shall be the chief executive officer and member of the Executive Board; shall exercise general supervision over the interest and welfare of the organization; shall be chairman of the specific communities; shall appoint members, with the approval of the officers unless otherwise specifically provided for herein; shall be an ex-officio member of all committees except the Nominating Committee; shall appoint delegates to the AAFCS Senate, following established policies of ArAFCS (see Policies and Procedures); shall appoint a parliamentarian and a historian; shall represent ArAFCS in the AAFCS Senate; and shall serve as deputy-treasurer. In case of a vacancy in the president’s office, the president-elect shall fill the unexpired term.
Section 2. The president-elect shall be a member of the Executive Board; shall serve as chairman of the Program of Work Committee; shall, in the absence of the president, serve as president; and shall represent ArAFCS in the AAFCS Affiliates Presidents Unit.

Section 3. The vice-president shall be a member of the Executive Board; shall serve as chairman of the Membership Committee; and in the absence of the president and president-elect, shall serve as president.

Section 4. The secretary shall be a member of the Executive Board; shall keep the minutes of business meetings of ArAFCS and the Executive Board; shall preserve the records; shall conduct such correspondence as directed by the Executive Board; and shall distribute the minutes of each board and business meeting to its respective members.

Section 5. The treasurer shall be a member of the Executive Board; shall be responsible for all fiscal matters; shall keep a record of all dues and other income; shall present a report of receipts and disbursements at the annual meeting. The treasurer shall be bonded and shall have the ArAFCS accounts audited annually. At such times as the treasurer may be unable to act, the deputy-treasurer (president) shall act for the treasurer.

Article VII. Composition of the Association: Function

Section 1. ArAFCS shall have an Executive Board which shall act as its policy-making body and have such other duties as may be described in the Bylaws; and, shall have committees as are necessary to affect its purposes.

Section 2. ArAFCS shall consist of all members with current dues paid.

Section 3. ArAFCS shall meet annually and may conduct urgent business by mail ballot during the year. A majority of the voting membership present at any sanctioned meeting shall constitute a quorum. The functions of ArAFCS shall be to:

a) Transact business as may properly come before it, including the recommendation of any action upon major policy decisions affecting the future of ArAFCS and the direction of its development.

b) Receive and act upon reports of elections that include reports of the elected officers, the Executive Board, and communities of ArAFCS.

c) Adopt an annual budget, program of work, and resolutions.

d) Act upon proposed changes in the Bylaws.

e) Give guidance to AAFCS Senate delegates and receive reports from delegates to the Senate.

Section 4. The ArAFCS Executive Board shall consist of elected officers and president and only they shall have voting rights.

Section 5. The functions of the ArAFCS Executive Board are as defined below:

a) shall administer the business and control and manage the funds of ArAFCS and refer to ArAFCS matters which require action.
b) shall designate banks to be used as depositories of ArAFCS funds and authorize necessary bonding of officers.

c) shall direct investments of all ArAFCS funds held for Investment.

d) shall review the budget as submitted by the Treasurer (Budget Committee) and submit its recommendations to the ArAFCS membership.

e) shall authorize an annual review of the ArAFCS financial records by a committee of three members appointed by the president and approved by the Executive Board.

f) shall review reports of officers, community chairmen, and committees and submit recommendations to ArAFCS.

g) shall appoint official ArAFCS representatives to organizations with which ArAFCS maintains cooperative relationships.

h) shall meet a minimum of two times annually; or by call of the President; or at the written request of one-third of the ArAFCS members.

i) One-half of the voting members of the Executive Board shall constitute a quorum.

Article VIII. Communities

Section 1. The ArAFCS membership shall be organized into Communities, serving as a conduit of professional action, dialogue, and promotion of the AAFCS and/or ArAFCS missions.

Section 2. Provisions shall be made on the program of the annual meeting of the Association for the pre-professional/graduate student section meetings. The executive board shall provide, from the funds of the association, such appropriations toward the work of the section as funds may permit.

Article IX. Meetings

There shall be an annual meeting of ArAFCS at such time and place as the Executive Board determines. Business shall be transacted by a majority vote of the members attending the meeting. No annual meeting 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 meeting may be cancelled by the Executive Committee.

Article X. Dissolution

Upon dissolution of ArAFCS, the Executive Board shall, after paying or making provision for the payment of all ArAFCS liabilities, dispose of all the ArAFCS assets exclusively for the purposes of ArAFCS in such manner, or to such organizations which at the time of dissolution, shall qualify as exempt organizations operated exclusively for educational, scientific, charitable, or religious purposes under Section 501 (c)(3) of the Internal Revenue Code of 1954.
**Article XI. Defense and Indemnification**

To the extent permitted by law, ArAFCS shall defend and/or indemnify any person who was or is a party defendant or is threatened with being made (i.e. a party defendant to any legal action, suit, or proceeding other than an action, suit, or proceeding, by or in the right of ArAFCS) by reason of the fact that he/she is or was a member of the Executive Board, officer, or agent of ArAFCS, or is or was so serving at the request of ArAFCS 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 libel for negligence or misconduct in the performance of his/her duty to ArAFCS.

The termination of any legal action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea or 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 best interests of ArAFCS. To the extent that the court or body in or before which such legal action, suit, or misconduct in the performance of the person’s duty to ArAFCS, a determination that indemnification is proper shall be made by a majority vote of the Executive Board. In the event of settlement of a legal action, suit or proceeding, indemnification shall be made up to the amount that would reasonably have been expended in the defense, as provided for by the Executive Board.

Indemnification shall not be deemed exclusive of any other rights to which the board member, officer, or agent may be entitled under any Bylaw, agreement, vote of the Executive Board, or members, or otherwise.

**Article XII. Fiscal Year**

The fiscal year of ArAFCS shall correspond with the fiscal year of AAFCS as noted in the AAFCS Policy and Procedures Manual.

**Article XIII. Address**

The permanent ArAFCS address shall be University of Arkansas Division of Agriculture, Cooperative Extension Service, 2301 South University Avenue, Little Rock, AR, 72204.

**Article XIV. Parliamentary Authority**

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

**Article XV. Amendments**

These Bylaws may be amended by action of the Executive Committee and a vote of two-thirds of the ArAFCS membership present and voting at any annual meeting, provided that notice was given at the preceding annual meeting or sent by mail/electronic mail to all members thirty days prior to the annual meeting, or at a special meeting called for that purpose; notice of which, together with a copy of the proposed amendment prepared by the Bylaws Committee, shall have been circulated for not less than thirty days prior thereto.
Article XVI. Discrimination

ArAFCS does not discriminate on the basis of race, color, religion, national origin, sex, age or handicap. Approved at State Convention (annual meeting) on March 14, 1991.

Approved November 21, 2014