

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

Revised April 18, 2019

ARTICLE I

Name

The name of this organization shall be the Kentucky Association of Family and Consumer Sciences. It shall be an affiliate of the American Association of Family and Consumer Sciences.

ARTICLE II

Purposes

The purposes of the Kentucky Association of Family and Consumer Sciences (henceforth referred to as the Association) shall be the same of those of the American Association of Family and Consumer Sciences (henceforth referred to as AAFCS) as stated in the Articles of Incorporation.

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 and the requirements for membership shall include all membership requirements of the AAFCS.

Section 2. This Association, an affiliated state family and consumer sciences association, shall be represented in the AAFCS Leadership Council by the officer delegate (President and President-Elect or designee) of the state association and by duly authorized appointed members as specified by the Bylaws of AAFCS.

Section 3. This Association shall be represented on the AAFCS Board of Directors by the AAFCS Director of Affiliates.

ARTICLE IV

Executive Board Membership

Section 1. The elected officers of the Association shall be active members of AAFCS/KAFCS and shall consist of a President, President-Elect, two Vice-Presidents (Membership and Professional Development), a Secretary, a Treasurer and the Immediate Past President. The Executive Secretary shall be selected by the Executive Board.

Section 2. Election of Association officers shall be at the State Meeting with the names and biographical information of the nominees distributed to members in the KAFCS newsletter at least 60 days prior to the State Meeting.

Section 3. A President-Elect shall be elected annually to serve as President-Elect for one year, as President the following year, and as Immediate Past President the third year. Only a person who is or has been a member of the state Executive Board shall be eligible for President-Elect.

Section 4. There shall be three Vice-Presidents including: Vice-President Professional Development, Vice-President Membership, and Vice-President Program Planning. The newly elected Vice-President Professional Development shall take office in odd numbered years. The newly elected Vice-President Membership and the Vice-President Program Planning shall take office in even numbered years. Each of the three Vice-Presidents shall service for a period of two years.

Section 5. A Secretary shall be elected in odd numbered years for a term of two years.

Section 6. A Treasurer shall be elected in even numbered years for a term of two years.

Section 7. All officers shall assume office at the beginning of the KAFCS fiscal year following their election. (June 1)

Section 8. Each officer shall submit an annual report to the President and Executive Secretary for inclusion in the official minutes.

Section 9. The Executive Secretary shall:

- (a) Be selected by the Executive Board to serve as a continuity linkage between and among elected association officers, the AAFCS Headquarters and the state membership;
- (b) Be an ex-officio (non-voting) member of the Executive Board;
- (c) Submit an annual report of activities and accomplishments to the President prior to the spring meeting of the Executive Board;
- (d) Be evaluated for re-appointment at the spring meeting of the Executive Board.

ARTICLE V

Election Procedures

Section 1. The nominating committee shall consist of the Immediate Past President (serving as chair) and other KAFCS members as identified by the chair.

Section 2. The nominating committee shall present candidate(s) for the various elective offices for the approval of the Executive Board and then to the Assembly of Members (as defined in Article VIII, Section II).

Section 3. Elections shall be by a majority of votes cast.

Section 4. Officers shall not serve more than two consecutive terms in any office, unless stated elsewhere in these Bylaws.

ARTICLE VI

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

- (a) The President shall be the chief executive officer of the Association and give general supervision and leadership to organizational policies and programs. The President shall be the official spokesperson for the Association. The President shall chair:
 - (1) The Executive Board
- (b) With the approval of the Executive Board, the President shall appoint:
 - (1) Chairs of committees in consultation with the appropriate Vice-President,
 - (2) Members to fill unexpired terms in case of vacancies in elective offices not otherwise provided for in the Bylaws
 - (3) Create committees as needed

- (4) Members to AAFCS Leadership Council.
- (c) The President shall serve on the budget/finance committee, serve as the deputy treasurer and shall sign all orders for the disbursement of Association funds. The President shall be a member of the AAFCS Leadership Council and shall be the official representative of the KAFCS affiliate to the AAFCS Leadership Council, and shall report these meetings to the state Executive Board. If the President and/or President-Elect cannot serve as member(s) to AAFCS Leadership Council, the President shall appoint member(s). The President shall also serve as liaison officer with AAFCS.

Section 2. The President-Elect shall be a member of:

- (1) The Executive Board
- (2) The program planning committee
- (3) The State Meeting committee
- (4) The budget/finance committee
- (5) AAFCS development committee (serve as chair)

The President-Elect shall fill the unexpired term of the President should a vacancy occur; serve, along with the President, as a member of the AAFCS Leadership Council; and preside in the absence of the President. The President-Elect shall be in charge of selling KAFCS merchandise at the AAFCS conference, if the Executive Board deems feasible.

The President-Elect shall have oversight for the scholarship funding and scholarship selection committees.

Section 3. The Vice-Presidents shall be voting members of the Executive Board.

Section 4. Committees reporting to the Vice-Presidents.

- (1) The following committees (and other such committees as deemed necessary) shall report to the Vice-President Professional Development: 1) state meeting program, 2) State Meeting arrangements, and 3) research.
- (2) The following committees (and other such committees as deemed necessary) shall report to the Vice-President Membership: 1) Bylaws, policies and handbook, 2) membership/recruitment, 3) awards and recognition.
- (3) The following committees (and other such committees as deemed necessary) shall report to the Vice-President Program Planning: 1) action plan, 2) action groups, 3) Legislative/Resolutions, 4) Public Relations/Marketing, 5) Related Organizations.

Section 5. The Secretary shall be a member of:

- (1) The Executive Board
- (2) The minutes review committee (serve as Chair)
- (3) The Bylaws and policy committee
- (4) The history committee (serve as Chair)

The Secretary shall record all minutes of the Executive Board and the Association's general business meetings. The Secretary shall be responsible for preparing a final copy of the minutes to submit to the Executive Secretary for distribution to the Executive Board, and/or Association membership. The Secretary shall preserve all minutes during his/her term of office. The Secretary is responsible for preserving the history of the Association. The Secretary shall maintain a record of bylaw/policy revisions as submitted by the Bylaws, policies and handbook chair.

Section 6. The Treasurer shall be a member of:

- (1) The Executive Board,
- (2) The budget/finance committee (serve as Chair)

The Treasurer shall be responsible for all receipts and disbursements. The Treasurer shall submit reports of receipts and disbursements at regular board meetings and to the membership at the state business meeting. The Treasurer shall be bonded and accounts reviewed yearly by an internal review committee of at least three members appointed by the President.

At such times as the Treasurer shall be unable to act, the President shall serve as deputy and shall pay out money only upon receipt of vouchers approved by the appropriate member of the Executive Board.

The Treasurer shall prepare and present the proposed annual budget to the Executive Board. A financial report shall be presented to the membership at the State Meeting. The Treasurer shall monitor all fiscal activities including those of the Executive Secretary.

Section 7. The Immediate Past President shall be a member of the Executive Board, and the nominating committee (serve as Chair).

The Immediate Past President shall serve as liaison and advisor to these governing bodies. In case of a vacancy the President with the approval of the Executive Board, shall appoint a Past President to fill the unexpired term.

The Immediate Past President shall codify all policies of KAFCS and serve as parliamentarian.

Section 8. The representative of the Student Unit shall be a voting member of the Executive Board. The representative shall coordinate with the AAFCS Student Unit and correspond with the KAFCS student members.

ARTICLE VII

Composition of Governing Bodies; Functions

Section 1. The governing bodies of the Association shall be the Assembly of Members, an Executive Board.

Section 2. The Assembly of Members shall consist of paid members, as defined by AAFCS. The Assembly shall meet at the time of the State Meeting. The functions of the Assembly of Members shall be to:

- (a) Transact business as may properly come before it, including the recommendations of and action upon majorly policy decisions affecting the future of the Association and the directions of its developments.
- (b) Receive and act upon reports of the elected officers, the Executive Board and committees.
- (c) Adopt an annual budget and receive fiscal reports
- (d) Adopt resolutions
- (e) Act upon proposed changes in the Bylaws
- (f) Give guidance to state delegates to the AAFCS Leadership Council and receive a report of and consider the decisions made by the Leadership Council.
- (g) Approve the KAFCS action plan.
- (h) Receive report of elections.

Section 3. The Executive Board of this Association shall consist of: the elected officers of the Association, the Immediate Past President; and Executive Secretary (ex-officio).

- (a) The Executive Board of the Association shall meet a minimum of two times annually, or when called by the President, or at written request of one-half of its members.
- (b) A majority of the voting members shall constitute a quorum.
- (c) The functions of the Executive Board shall include:
 - (1) Managing the business of the Association and referring to the Assembly such matters as it deems desirable and as required in the Bylaws.
 - (2) Receiving committee reports and the budget as submitted by the finance committee and submit its recommendations to the Assembly of Members.
 - (3) Determining dates and places for the meeting of the Association, including cancellation of the State Meeting when dictated by circumstances.
 - (4) Authorizing the bonding of the Treasurer and the annual review of the official financial records.
 - (5) Providing for cooperation with other groups through appropriate means.
 - (6) Filling the unexpired term of President-Elect if vacancy occurs.
- (d) Meetings of the Executive Board can be held by means of telephone or technology-assisted communication options available to, and accessible by, all board members. Participating in such a meeting shall constitute presence in person at the meeting, except when a board member participates in a meeting for the sole purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully convened or called.

ARTICLE VIII

Membership, Dues, and Privileges

Section 1. Privileges of individual members shall include all privileges of AAFCS membership.

Section 2. Annual dues for all categories of individual membership shall be designated by the AAFCS, having been approved by the AAFCS Leadership Council. The state association shall receive an allocated portion of AAFCS dues based on the rate established by AAFCS.

Section 3. Privileges of individual Professional, Emeritus, Student, and Lifetime members shall include:

- (a) One subscription to the official publication of AAFCS, Journal of Family and Consumer Sciences, and all state communications and publications.
- (b) Full voting privileges at the affiliate level.
- (c) The opportunity to serve as an elected officer of the Association and as a member of Association committees.
- (d) Student Unit members shall have the opportunity to serve as an elected officer of the Student Unit of the Association at the national level.

ARTICLE IX

Communities and Action Groups

Section 1. The Association membership may organize into communities and action groups in accordance with AAFCS protocol and/or perceived affiliate need. Action groups reflect timely issues in which our profession can assume a critical role. Members may affiliate with communities as part of

their basic dues structure in accordance with AAFCS guidelines. Members may join action groups as they are established.

Section 2. The establishment of communities or action groups will be by petition to the Executive Board by an appropriate group of at least ten (10) members. The group wishing to be so designated must show need, desire and purpose for its formation. Each will function in accordance with the Association's committee structure, and report to and through the Vice-President Program Planning.

Section 3. Termination of the communities and/or action groups shall be when the business of the group has been completed, and/or when the size of the group is too small to function.

ARTICLE X

Meetings

Section 1. There shall be annual State Meeting of the Association at such time and place as the Executive Board shall determine. The meeting shall be open to all members. Business shall be transacted by the majority vote of the members present and voting. In the event of an emergency, the meeting may be cancelled or postponed by the Executive Board.

Section 2. There shall be a business meeting of the Assembly of Members at the time of the State Meeting. The purposes of this meeting are defined in Article VIII, Section 2.

ARTICLE XI

Public & Communication

The KAFCS Newsletter shall be the official publication of the Association. The purpose of the newsletter shall be to inform the membership of official business, decisions and policies acted upon by the Executive Board and to recognize the outstanding accomplishments of the membership. The newsletter shall be distributed at least annually, at the discretion of the Executive Board. Primary responsibility for the newsletter shall rest with the Executive Secretary who shall solicit contributions from Board officers as well as Association members.

Additionally, other forms of regular communication will be provided to members at the discretion of the Executive Board. These include, but are not limited to, periodic e-mail updates, special mailings, and annual meeting information and registration packets.

The Association website (www.kafcs.com) shall be a central location for the dissemination to members of information, regarding Association governance, leadership and contacts, meetings and registration, product sales, and awards and scholarships. The website will also include other current and relevant information as needed.

ARTICLE XII

Fiscal Year

The fiscal year of the Kentucky Association of Family and Consumer Sciences shall be from June 1 through May 31.

ARTICLE XIII

Amendments

Section 1. These Bylaws may be amended by action of the Executive Board and a vote of two-thirds of the Assembly of Members present and voting at the State Meeting, providing that notice of any proposed amendment(s) be given by mail or by electronic mail at least 60 days prior to the State Meeting at which it is to be voted on.

Section 2. In the event of an emergency, as determined by the Executive Board, the Bylaws may be amended through mail or electronic mail ballot by a majority of the members of the assembly voting in writing to the Executive Secretary.

Section 3. In the event AAFCS passes Bylaws or makes decisions which are binding on its affiliated State Associations, the Bylaws of this Association may be brought into conformance without Association action. Such bylaw changes shall be reported to the Association membership.

ARTICLE XIV

Tax-Exempt Status

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, the officers, Executive Secretary 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 distribution to further the objective as 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 provision in the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or 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).

ARTICLE XV

Defense and Indemnification

To the extent permitted by law, the Association shall defend and/or indemnify any person who was or is a part defendant or is threatened with being made a party defendant to any legal action, suit, or proceeding, (other than an action, suit or proceeding by or in the right of the Association) by reason of the fact that he/she is or was an officer, 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 any legal action, suit, or proceeding by judgement, 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, 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 officer, employee, or agent may be entitled under any Bylaw, agreement, vote of the Executive Board or members, or otherwise.

ARTICLE XVI

Dissolution

In the event of dissolution or termination of the Association, the Executive Board shall, after paying all the liabilities of the Association, dispose of all the assets of the Association in a such a manner or to such organization or organizations organized exclusively for charitable, education, or scientific purposes and at the time qualify as an exempt organizations 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 XVII

Parliamentary Authority

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