

BYLAWS OF THE WASHINGTON ASSOCIATION OF FAMILY AND CONSUMER SCIENCES (WAFCS)

Proposed Revision August 2020

ARTICLE I – ORGANIZATION

The name of this non-profit organization shall be the Washington Association of Family and Consumer Sciences (WAFCS), an affiliate of the American Association of Family and Consumer Sciences (AAFCS).

ARTICLE II - MISSION

The mission of WAFCS is to provide leadership and support for professionals whose work assists individuals, families, and communities in making informed decisions about their well-being, relationships and resources to achieve optimal quality of life.

ARTICLE III - PURPOSES

The purposes of WAFCS are:

- (a) To strengthen and promote family and consumer sciences education and related occupations.
- (b) To identify, promote, and use research to benefit individuals, families, and communities.
- (c) To provide and support opportunities for exchange of ideas, shared experiences, and professional growth.
- (d) To promote public awareness and action at community, state, national, and international levels.
- (e) To inform about legislation and policy impacting families, and encouraging independent action.
- (f) To develop alliances with other groups whose concerns stimulate public interest and support for healthy families.

ARTICLE IV - MEMBERSHIP

Section 1. Dues paying members of AAFCS who identify Washington State as their affiliate are automatically considered members of WAFCS.

Section 2 AAFCS membership categories apply to WAFCS. Current categories and qualifications for membership are available from AAFCS. Dues are determined by AAFCS.

Section 3. The WAFCS President or designee is the representative to the AAFCS Leadership Council.

ARTICLE V – EXECUTIVE OFFICERS AND BOARD

Section 1. The executive board organizational structure consists of voting and non-voting members. Voting members include: president, president-elect, secretary, treasurer, membership, nominations, awards, and IFHE. The executive director is a non-voting-position. Other positions may be added at the board's discretion.

Section 2. The executive board will appoint the executive director.

Section 3. The functions of the WAFCS officers and other positions shall be determined by the executive board.

ARTICLE VI - GOVERNANCE

Section 1. The WAFCS executive board is responsible for program management and fiscal affairs, and acts as the administrative body of the association.

Section 2. Association business will be conducted under the following guidelines:

- (a) One general business meeting will be held at such time and place as the executive board shall determine.
- (b) Additional meetings and events may be initiated at the discretion of the board. Meetings of the executive board may be held in person or by means of technology-assisted options.
- (c) In the event of an emergency, meetings can be canceled or rescheduled by direction of the executive board.

Section 3. Functions of the General Business Meeting

- (a) Conduct business which includes recommendations from the executive board.
- (b) Adopt and amend bylaws (see Article X).

Section 4. Voting

- (a) Two-thirds of those assembled and eligible for voting will constitute a quorum.
- (b) All voting is by simple majority, and in case of a tie the president will cast the deciding vote.
- (c) Executive board members and committee chairs with voting privileges each have one vote. The executive director is a non-voting member.

Section 5. Parliamentary Procedure

Except as otherwise provided in the Bylaws, the current edition of Robert's Rules of Order will govern WAFCS in its proceedings.

ARTICLE VII – NOMINATIONS, ELECTIONS, AND APPOINTMENTS

Section 1. The WAFCS executive board members will hold AAFCS membership.

Section 2. The WAFCS executive board officers are chosen in the following manner:

- (a) The president-elect, secretary, and treasurer are nominated, approved, and elected by secret ballot.
- (b) The president-elect, with assistance from the nominations committee and the executive officers, will select the executive committee chairs to serve one-year terms. Approval from the executive board is required.
- (c) Any non-voting executive board members are contracted, reviewed, and renewed annually. Positions are filled according to the terms of the job descriptions and position contracts.

Section 3. Term of Office

- (a) The president-elect serves one year as president-elect, followed by one year as president.
- (b) Remaining voting officers are two-year terms with the secretary being elected in odd numbered years and the treasurer in even numbered years.

Section 4. Election of officers shall be in accordance with election procedures adopted by the executive board.

ARTICLE VIII - COMMUNICATION

Section 1. WAFCS will provide the membership with regular communications using a variety of media methods.

- (a) Newsletters will be sent in a timely manner determined by the executive board.
- (b) A website will be maintained by the executive director or person appointed by the president.
- (c) A social media presence, such as Facebook, Instagram, or Twitter, will be maintained by the executive director or person appointed by the president.

ARTICLE IX - FISCAL

Section 1. Fiscal Year

- (a) The fiscal year will be January 1 through December 31, with an annual audit review taking place before the fall executive board meeting.

Section 2. Non-profit designation – 501(c)(3)

- (a) WAFCS is a non-profit with the IRS under the following title: Washington Association of Family and Consumer Sciences.
- (b) WAFCS is a non-stock and non-profit corporation. No part of the earnings of WAFCS or donations will, or be distributable to, its officers, or other private parties, except those which WAFCS will be authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions to further the organization objectives.
- (c) No substantial part of WAFCS's activities will be invested to carrying on propaganda or otherwise attempting to influence legislation. WAFCS will not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- (d) According to the Articles of Incorporation (February 3, 1077), WAFCS will 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) and as a public charity under section 509(a)(2) 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 X - AMENDMENTS

Section 1. Bylaws may be amended by action of the Executive Board.

- (a) Amendment adoption requires a two-thirds vote of total votes cast by eligible voting members (refer to Article VI, Governance, Section 4).
- (b) Voting can take place at the annual meeting, by mail, or by technology-assisted means, providing notice of proposed amendment(s) is(are) given to all members thirty days prior to the voting.
- (c) Permission is granted to the executive board to adjust the bylaws to conform to grammatical editing, formatting, and administrative changes outside the group's control.

ARTICLE XI – DEFENSE AND INDEMNIFICATION

To the extent permitted by law, AAFCS 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 AAFCS) by reason of the fact that he/she is or was a director, officer, employee, or agent of AAFCS, or is or was so serving at the request of AAFCS 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 AAFCS.

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 best interests of AAFCS. 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 AAFCS, 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 XII - DISSOLUTION

Section 1. In the event of dissolution or termination, the following action will guide WAFCS.

- (a) Upon satisfactory payment of all outstanding obligations and liabilities of WAFCS, title to and possession of all property of the State Association will pass to organizations dedicated to similar purposes and qualified for exemption under the Internal Revenue Code of 1986, section 501(c)(3), or existing regulations.
- (b) The executive board of WAFCS will decide if dissolution is required and which groups should receive possessions and property.

ARTICLE XIII – POLICIES AND PROCEDURES

The WAFCS Bylaws and Policies and Procedures will guide the Association.

Approved by the WAFCS Executive Board on August 7, 2020.