

# Ohio Association of Family & Consumer Sciences Bylaws

## ARTICLE I NAME

The name of this non-profit organization shall be the Ohio Association of Family and Consumer Sciences, hereafter referred to as “the Association” or “OAFCS”. The Association is incorporated within the state of Ohio.

## ARTICLE II MISSION AND PURPOSES

The mission 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.

The purposes of the Association are the same as those of the American Association of Family and Consumer Sciences, as follows:

**Section 1** The purposes of the Association shall be to further education and science in family and consumer sciences. Without in any way limiting the foregoing, but in expansion thereof, the Association 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; sponsor and otherwise support seminars, debates, symposia, webinars, conferences, and similar professional discussion in family and consumer sciences; state and disseminate policy for professional guidance at the national and international levels concerning the public interest in family and consumer sciences; identify and study social, economic, and psychological changes having implication for family and consumer sciences programs, and bring these changes to the attention of the family and consumer sciences profession and the public; encourage and promote a sufficiently full and fair exposition of the pertinent facts involving legislation affecting family and consumer sciences and the improvement of home and family life so as to permit an individual or the public to form an independent opinion or conclusion; and promote liaison and other cooperative professional activity with groups having related concerns in behalf of the public interest in family and consumer science.

**Section 2** This Association shall devote itself to the above stated purposes as they relate to family and consumer sciences in Ohio.

**Section 3** The Association shall maintain cooperative relations with other professional and student organizations which have related interests and similar programs.

## ARTICLE III MEMBERSHIP and BENEFITS

**Section 1** Membership categories shall be consistent with those of AAFCS; professional, emeritus and student.

**Section 2** Dues for individual members shall be consistent with the AAFCS dues structure.

## **ARTICLE IV ORGANIZATIONAL STRUCTURE**

**Section 1** This Association shall be an affiliate of the American Association of Family and Consumer Sciences (henceforth referred to as AAFCS) and the requirements for membership shall include all membership requirements of the AAFCS.

**Section 2** Each person eligible for state membership shall become a member of AAFCS and OAFCS simultaneously. Each member shall pay OAFCS and AAFCS annual dues simultaneously to the headquarters of the AAFCS.

**Section 3** The Association, as an affiliate association, shall be represented in the AAFCS Senate by the president or designee, and at least one additional duly authorized delegate.

**Section 4** OAFCS, as an affiliate association, shall be represented in the AAFCS Leadership Council.

**Section 5** OAFCS, as an affiliate association, shall be represented at the Affiliate Presidents Unit Leadership Conference by the president and president-elect.

**Section 6** OAFCS shall be organized in districts. The objectives and membership requirements of such districts shall be the same as for the state Association.

**Section 7** Districts shall be organized and shall function according to guidelines approved by the OAFCS Executive Board. The OAFCS Executive Committee and Board shall be empowered to amend the district guidelines.

**Section 8** Districts shall adopt no policies, resolutions, or participate in activities not in harmony with the purpose of OAFCS and AAFCS.

## **ARTICLE V OFFICERS**

**Section 1** The elected officers of OAFCS, who shall be professional or emeritus members, shall consist of president; president-elect; vice-president annual conference; vice-president-elect annual conference; vice-president district affairs; secretary; and treasurer. (See Policies and Procedure for functions and qualifications)

**Section 2** Election of officers of OAFCS, shall be by authorized communications equipment. Eligible voting members will receive the ballot at least 30 days before the annual meeting. The closing date for the receipt of either type ballot shall be 20 days prior to the annual meeting.

**Section 3** Member shall be elected annually to serve as president-elect for one year, as president for the following year, and past president the succeeding year. The president shall assume office following a term of office as president-elect. Only a member who has served on the OAFCS Board shall be eligible for president-elect.

**Section 4** The vice-president district affairs shall be elected in even-numbered years and serve a two-year term.

**Section 5** The vice-president annual conference shall assume office for a three-year term following a term of office as vice-president-elect annual conference, vice-president of annual conference, then past vice-president annual conference. Only a member who has served on the OAFCS Board can serve in this capacity.

**Section 6** Secretary shall be elected in even-numbered years for a term of two years.

**Section 7** Treasurer shall be elected in odd-numbered years for a term of two years. Only a member who has served on the OAFCS Board can serve in this capacity. (See Policies and Procedures for duties and qualifications)

**Section 8** Terms of office begin June 1st and officers will serve their elected term or until their successors are elected.

**Section 9** The nominating committee shall consist of representative from each district, the vice-president district affairs, and past president who shall serve as chair.

**Section 10** Elections shall be by majority of votes cast.

**Section 11** The Executive Committee is empowered to remove from office any elected officer who ceases to perform the duties of the office. A meeting, either in person or through a web-based format, of the Executive Committee, for officer removal, may be called upon the written request of three members of the Executive Committee. Appropriate action would be taken by the Executive Committee to notify the removed officer and retrieve association property.

**Section 12** When an elected office becomes vacant, the Executive Committee is empowered to act upon the vacancy. If a president resigns, the president-elect assumes the position for the unexpired term and is eligible for a full term presidency the following term; the president-elect position shall remain vacant. The unexpired term(s) of other elected offices may be filled by the Executive Committee through appointment.

## **ARTICLE VI GOVERNING BODIES: FUNCTIONS**

**Section 1** Meetings of the Executive Committee and Board may be held in-person or by technology-assisted options.

(a) The Executive Committee and Board shall consist of the elected officers; Communities; the chairs of standing committees; president and co-advisors of the Student Unit; district liaisons; all with voting privileges. Others, who are elected or appointed to AAFCS positions, may attend board meetings with non-voting privileges.

(b) The Executive Committee shall consist of elected officers, and past president with voting privileges.

**Section 2** The functions of the Board of the Association are defined below:

(a) The Board shall manage the business of the Association and shall refer to the Assembly of Members such matters as it deems desirable and as are required in the Bylaws.

(b) It shall receive committee reports and the budget as submitted by the finance committee and submit its recommendations to the Assembly of Members.

(c) It shall determine dates, places and format, such as web-based, for the meeting(s) of the Association and shall have the power to cancel annual meeting(s) in the event of an emergency.

(d) It shall provide for cooperation with other groups through appropriate means. This shall include appointment of representatives on joint committees. It shall receive reports from members serving on these committees and shall determine action.

(e) It shall hold a minimum of three (3) meetings per year, dates and format to be determined by the Executive Committee.

(f) Ten of the voting members of the Board shall constitute a quorum.

**Section 3** The functions of the Executive Committee are as defined below:

(a) The Executive Committee shall act for the Board between meetings and on call of the president

(b) Four of the voting members of the Executive Committee shall constitute a quorum.

## **ARTICLE VII COMMITTEES**

The President shall appoint professional or emeritus members to the following standing committees as listed in Policies and Procedures.

## **ARTICLE VIII COMMUNITIES**

The membership of the Association shall be organized into Communities. Communities reflect the subject matter knowledge bases of the profession and reflect the professional settings within which the profession is practiced. Members may join more than one Community.

- a) The professional section of collegiate student members shall have its own standing rules developed in harmony with the Bylaws of OAFCS and AAFCS. These rules shall provide for the election of officers of this section.

## **Article IX Student Unit**

The Student Unit shall consistent with AAFCS policies.

## **ARTICLE X ANNUAL MEETINGS**

**Section 1** There shall be an annual meeting of the Association held at such time, place, and format as the Executive Board shall determine. In the event of an emergency, the annual meeting may be canceled by the Executive Board.

**Section 2** At least one business session of the Assembly of Members shall be held at the time of the annual meeting. The meeting shall be open to all members in good standing.

**Section 3** The Assembly of Members shall convene annually, either in person or through electronic means to: receive a report of the election; receive and act upon reports from the Executive Committee and Board; adopt an annual budget; adopt resolutions, and transact other business as may properly come before the Assembly of Members.

- a. The Assembly of Members shall consist of those members in attendance at the annual business meeting of the Association; a quorum shall be two-thirds members in attendance.

**ARTICLE XI  
FISCAL YEAR**

The fiscal year of the Ohio Association of Family and Consumer Sciences shall begin November 1 and end the following October 31.

**ARTICLE XII  
AUTHORIZED COMMUNICATIONS EQUIPMENT**

For the purposes of these Regulations, notices and ballots in writing may be sent by any Authorized Communications Equipment or by U.S. mail or courier service, postage prepaid. Authorized Communications Equipment is any equipment that provides a transmission, including but not limited to telephone, telecopy, or any electronic means, from which it can be determined that the transmission was authorized by and accurately reflects the intention of the members or directors involved and, with respect to meetings, allows all persons participating in the meeting to contemporaneously communicate with one another.

**ARTICLE XIII  
AMENDMENTS**

These Bylaws may be amended by a two-thirds vote of the membership at the Annual Business meeting provided notice is given 30 days in advance through authorized communications.

**ARTICLE XIV  
TAX-EXEMPT STATUS**

**Section 1** This Association is a non-profit corporation. No part of the net earnings of the Association shall inure to the benefit of, or be distributed to, its 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.

**ARTICLE XV  
DEFENSE AND INDEMNIFICATION**

**Section 1** 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 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 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 Ex. 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 Committee and 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 Committee and Board, or otherwise.

**ARTICLE XVI  
PARLIAMENTARY AUTHORITY**

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

**ARTICLE XVII  
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 of the assets of the Association exclusively for the objects 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.

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