

**2018 BYLAWS  
VIRGINIA ASSOCIATION OF  
FEDERAL EDUCATION PROGRAM ADMINISTRATORS  
(VAFEPA)**

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**Article I – INTRODUCTION**

**Section 1: VAFEPA Governance**

The name of this organization shall be the Virginia Association of Federal Education Program Administrators (VAFEPA). This organization shall be an affiliate of the National Association of Federal Education Program Administrators. VAFEPA is governed by officers elected by subscribers and the Board of Directors. The VAFEPA Board shall consist of two representatives from each of the eight Superintendents regions. The VAFEPA organization 501(C6) and has established by-laws and procedures for effective and productive management.

**Section 2: Mission**

To support leadership and management of federal education in Virginia's schools.

**Section 3: Vision**

To be the trusted leader and resource for federal programs that support each student's success.

**Section 4: Purpose**

To promote and facilitate communication and collaboration among federal education administrators throughout the Commonwealth of Virginia.

**Section 5: Goals**

The primary goals of the Association are:

1. To enhance the effectiveness of educators by facilitating communications and providing a forum to disseminate pertinent information that encourages subscribers to discuss and take action on matters of common concern.
2. To inform and educate subscribers of VAFEPA concerning the implementation and evaluation of federal and state education programs.

3. To provide subscribers and division affiliates with professional development and aid in the development and dissemination of effective and efficient federal and state education programs.

## **ARTICLE II – SUBSCRIBERS**

### **Section 1: Subscribers**

Subscription in the Association is open to administrators, specialists, consultants, retirees and other staffs who are, or have been directly responsible for the administration of federal education programs.

### **Section 2: Annual Subscription**

The subscription year shall be November 1 through October 31. The Board of Directors shall have the power, by majority vote (51% of those present), to change the annual subscriber year. Annual subscription shall be fixed by the Board of Directors and will include the NAFEPA subscription.

### **Section 3: Retiree Subscriber**

The Association will pay the subscription of retirees who serve as a chairperson of a committee.

### **Section 4: Privileges and Responsibilities of Subscription**

A: Voting: Each subscriber is entitled to one vote.

B: Privileges: Each subscriber shall be entitled to all services of the organization.

C: Participation: Each subscriber shall be entitled to participate in all organizational events.

D: Publications: Each subscriber shall be entitled to receive all publications issued by the Association and/or NAFEPA.

## **ARTICLE III – MEETINGS**

### **Section 1: Annual Meeting of Subscribers and Notification**

An annual meeting of the subscribers shall be held each year. The purpose of this annual meeting shall be the setting of Association policies and any necessary or desirable revisions of these Bylaws. All subscribers are eligible to vote and 51% of those present will be considered the majority. At least fifteen (15) days prior to the annual meeting of subscribers, notice of the time and place of the meeting shall be sent to all subscribers.

### **Section 2: Special Meeting of Subscribers and Notification**

Special meetings of the subscribers may be called at any time by the President or by two subscribers of the Board of Directors. At least fifteen (15) days prior to any special meeting of subscribers, written notice of the time, place and purposes of such meeting shall be sent to all subscribers.

### **Section 3: Regular Meetings of the Board of Directors and Notification**

Regular meetings of the Board of Directors shall be held at least six (6) times each year, in person or by conference call, at such time or method as the Board shall determine.

At least ten (10) days prior to any regular meeting of the Board of Directors, written notice of the time, place and purposes of such meeting shall be sent to all Board subscribers.

**Section 4: Special Meetings of the Board of Directors**

Special meetings of the Board of Directors may be called by the President or by two subscribers of the Board at any time. Written notice of time, place and purpose of a special meeting shall be sent to each subscriber of the Board of Directors at least ten (10) days prior.

**Section 5: Regular Meetings of the Executive Committee**

Regular meetings of the Executive Committee (See Article VII) may be held as needed, each year at such time and place as the Committee shall determine, including through conference calls.

**Section 6: Special Meetings of the Executive Committee**

Special meetings of the Executive Committee may be called by the President or two subscribers of the Committee at any time.

**Section 7: Order of Business at Meetings**

The order of business at the meetings of the subscribers, The Executive Committee, and the Board of Directors shall be as follows:

- A. Roll Call
- B. Approval of Agenda
- C. Reading of the minutes of preceding meeting
- D. Report of the President
- E. Financial report by the Treasurer
- F. Reports of the Standing Committees
- G. Transaction of other business
- H. Reports of any consultant and/or agent
- I. Adjournment

**ARTICLE IV – QUORUM AND RULES OF ORDER**

**Section 1: Quorum of Subscribers**

The presence of at least twenty (20) subscribers shall constitute a quorum at the Association’s annual meeting.

**Section 2: Quorum of the Board of Directors**

Fifty one percent (51%) of the voting Board of Directors shall constitute a quorum.

**Section 3: Quorum of the Executive Committee**

Fifty one percent (51%) of the voting Board of Directors shall constitute a quorum.

#### **Section 4: Rules of Order**

The rules contained in Robert's Rules of Order, or Revised, shall govern the association in all cases to which they are applicable and in which they are not inconsistent with the bylaws or the special rules of order of the association.

### **ARTICLE V – ELECTIONS AND VOTING**

#### **Section 1: The Standing Committee on Nominations and Elections**

The Standing Committee on Nominations and Elections (See Article VIII, Section 2) shall each year establish the procedures, rules, and timelines for all elections consistent with these Bylaws.

The chair of the committee shall present at the annual meeting a slate of officers (President, President Elect, Treasurer and Secretary) from among the regular subscribers in good standing, and certified prior to the office becoming vacant. Additional nominations of regular subscribers in good standing may be made by any regular subscriber at the annual meeting. Each candidate shall be afforded an opportunity to address the subscribers present.

#### **Section 2: Subscribers Entitlement to Vote**

Each subscriber of the Association in good standing shall, at the annual meeting be entitled to vote in person on each subject properly submitted to vote.

#### **Section 3: Board of Directors Entitlement to Vote**

Each subscriber of the Board of Directors shall, at every meeting, be entitled to vote on each subject properly submitted to a vote. Voting shall be allowed in multiple formats, which shall include but not be limited to, in person, via conference call or email.

### **ARTICLE VI – OFFICER TITLES AND DUTIES/TERMS OF SUCCESSION**

#### **Section 1: Titles**

The Association shall have the following officers elected from the current subscribership:

- A. President
- B. Past President
- C. President-Elect
- D. Secretary
- E. Treasurer

#### **Section 2: Duties of Officers**

- A. President:** The President shall be the Chief Executive Officer of the Association. The President, or his/her designee, shall preside, as Chair, over all meetings of the Executive Committee, the Board of Directors, and the annual meeting of subscribers. The President shall serve as the Virginia representative on the NAFEPA Board. He/she shall handle the general and active management of the business of the Association and shall see that all orders and resolutions of the Board of Directors, and those made at the annual meeting of the subscribers are carried into effect. He/she shall be an ex-officio subscriber of all standing committees and shall have the general powers and duties of supervision and management vested in the office of president of an association. He/she shall serve for an

elected term of two (2) years, and if unable to complete the term, be replaced by the President- Elect for the remainder of the term.

- B. Past President:** The immediate Past President of the Association shall serve as the chair of the Nominations and Elections Committee. If Virginia meets the requirements for two (2) representatives on the NAFEPA Board, the immediate Past President shall serve as the second representative. If unable to complete the term, the responsibilities shall be carried out by a subscriber appointed by the Executive Committee.
- C. President Elect:** The President Elect of the Association shall perform duties and exercise the powers of the President during his/her absence or disability. He/she shall serve as chair of the Conference Committee, serve for an elected term of two (2) years, and if unable to complete the term, the President shall, with the majority approval of all the other Executive Committee subscribers, appoint a subscriber to serve as President Elect for the remainder of the term.
- D. Secretary:** The Secretary shall preserve in the books of the Association true minutes of the proceedings of all meetings. He/she shall serve for an elected term of two (2) years. If the Secretary, for any reason, is unable or unwilling to complete his/her term of office, the President shall, with the majority approval of all other Executive Committee subscribers, appoint a subscriber to serve as Secretary for the remainder of the term.
- E. Treasurer:** The Treasurer shall be responsible for all funds and their safe keeping and accounting; shall assist the President and Executive Committee in preparing the annual budget; see that bills are paid in a timely manner; and make detailed monthly fiscal reports to the Board of Directors. He/she shall serve for an elected term of two (2) years. The Treasurer shall serve on the Budget and Audit Committee. The Treasurer shall have the financial records audited annually at the close of the fiscal year by a qualified CPA. If the Treasurer, for any reason, is unable or unwilling to complete his/her term, the President shall, with the majority approval of all the other Executive Committee subscribers, appoint a subscriber to serve as Treasurer for the remainder of the term.

### **Section 3: Terms and Succession**

All officers shall assume their respective office on November 1, immediately following their election. The term of all officers and subscribers of the Executive Committee shall be two (2) years. An officer may serve more than one (1) consecutive two (2) year term.

### **Section 4: Retiring Officers and Committee Chairs**

Officers who retire may remain on the Executive Committee and continue to hold their elected office until completion of their term. Once their term is completed they may serve on or chair Committees. A retired officer is eligible to be nominated for an office and serve for up to two (2) consecutive terms.

Retired officers and committee chairs will follow State Travel Regulations and may request reimbursement for expenses limited to hotel, annual conference registration, mileage, meals and incidentals. Full or partial reimbursement may be granted based upon the availability of funds.

## **ARTICLE VII – EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS**

The President of the Association shall be chair of the Executive Committee and the Board of Directors.

### **Section 1: Executive Committee**

The Executive Committee of the Association shall consist of officers elected from the subscribers. The officers shall be:

- A. President
- B. Past President
- C. President Elect
- D. Secretary
- E. Treasurer

The Executive Committee shall have the power to make decisions consistent with the Association Policies and Bylaws. They shall also act as the planning and advisory group of the Association and make recommendations to the Board of Directors on any subject the Executive Committee deems suitable or the Board request.

### **Section 2: Board of Directors**

The Board of Directors shall consist of:

- A. Executive Committee
- B. Regional Representative: A maximum of two (2) representatives from each Region of the State shall serve on the Board of Directors. Each representative is appointed for a two (2) year term. A representative may serve more than one (1) two (2) year consecutive term. Two (2) State Department representatives shall be voting subscribers on the Board of Directors.

If unable to complete the term, the President shall, with the majority approval of the Executive Committee subscribers, appoint a subscriber to serve the remainder of the term.

The Board of Directors shall establish policy and manage the business, property and affairs of the Association.

### **Section 3: Power to Remove Officers/ Board Subscribers**

Power to remove Officers or Board of Director Subscribers resides in the Board of Directors, which may do so by a two-thirds vote of the entire Board when the Board sees such action to be in the interests of the Association.

## **ARTICLE VIII – AD HOC, STANDING COMMITTEES AND DUTIES**

### **Section 1: Ad Hoc and Executive Committee**

The Executive Committee shall have the power to form ad hoc committees, while the Board of Directors may form either ad hoc or standing committees as needed to carry out the business of the Committee and/or Board. The Standing Committees of the Board may include at least the following committees:

- A. Nominating and Elections – Past President
- B. Conference – President Elect
- C. Budget and Audit – Treasurer
- D. Awards (Appointed)
  - Scholarship Committee
  - NAFEPA State Leadership Awards
  - George Irby Awards
- E. Bylaws (Appointed)
- F. Legislative/Archives (Appointed)
- G. Subscriber (Appointed)

Subscribers in good standing may serve on any committee and shall be appointed by the President. Chairpersons of Committees shall serve on the Board of Directors.

### **Section 2: Nominating Committee**

The Nominating Committee, chaired by the Past President, shall nominate candidates for each office as prescribed by the Bylaws to be presented at the annual meeting. The Standing Committee on Nominations and Elections shall each year establish procedures, rules and timeline for all elections consistent with these Bylaws. The slate of nominees shall be presented at the annual meeting.

### **Section 3: Conference Committee**

The Conference Committee, chaired by the President-Elect shall be responsible for planning, implementing, and evaluating the Association's annual institute.

### **Section 4: Budget and Audit Committee**

The Budget and Audit Committee, chaired by the Treasurer, shall be responsible for planning and presenting the annual budget. The budget shall be approved by the Board of Directors and presented at the annual meeting. This committee shall have the financial records of the Association audited each year, prior to the annual meeting by a certified CPA. A report of the findings shall be given at the annual meeting.

### **Section 5: Awards Committee and Scholarship Committee**

The Awards Committee shall oversee the selection of award recipients for each year. The responsibility includes, but is not limited to, the notification of the awards process to all division contacts and the recommendation and approval of award recipients by the Board of Directors.

The Scholarship Committee shall oversee the selection of the award recipients for each year. The responsibility includes, but is not limited to, the notification of the George Irby Scholarship process to all division contacts and the recommendation and approval of award recipients by the Board of Directors. Notification to the NAFEPA Board of Directors of the selected recipients by the due date set by NAFEPA, is expected.

### **Section 6: Bylaws Committee**

The Bylaws Committee has the responsibility to distribute a copy of the Bylaws to each subscriber or post the Bylaws on the Association internet website. Periodically, the committee shall review the NAFEPA and VAFEPA Bylaws to determine if any items need to be added,

deleted, or expanded. Following approval by the Board of Directors, all changes, additions, and deletions shall be in full force and effect pending final approval at the annual meeting of subscribers. The chair of the Bylaws Committee, shall present all Bylaws changes for final consideration by the subscribers at the annual meeting.

The Bylaws may be amended by majority vote of the subscribers present at the annual meeting of the Association. Suggested changes, additions, deletions or revisions shall be submitted to the Bylaws chair. Written notification to the subscribers of the Association of proposed changes, additions, deletions or revisions shall be posted on the internet website 15 days prior to the annual meeting for subscribership viewing, comments and/or suggestions. Final approval shall be obtained at the annual meeting of the subscribers.

#### **Section 7: Legislative/Archives Committee**

The Legislative/Archives Committee shall keep subscribers abreast of legislative news. In addition, a yearly archive of VAFEPA accomplishments will be collected for future reference.

A policy/procedure manual may be maintained to support the Bylaws. Policies must be approved by the Board of Directors.

#### **Section 8: Subscriber Committee**

The Subscriber Committee shall develop and recommend a plan of action to the Board of Directors for increasing regular and state subscribers in the Association. This committee may also include recommendations for attendance at Board of Director meetings. The subscriber committee may recommend that subscriber dues of Board of Directors subscribers are paid by the association budget upon review of the association's budget.

### **ARTICLE IX - EXECUTION OF INSTRUMENTS**

#### **Section 1: Checks and Orders for Payment of Money**

All checks, drafts, and orders or payment of money shall be signed in the name of the Association by the Treasurer, or other officers or agents as the Board shall designate for that purpose.

#### **Section 2: Contracts and Conveyances**

When a contract, conveyance, or other instrument has been authorized without specification of who should execute it, the President, President Elect, Secretary or Treasurer may take such action in the name of the Association. The Board of Directors shall have the power to designate the officers and agents having authority to execute any instrument on behalf of the Association.

#### **REVISED:**

November 1997

October 2007

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