



FACTA BYLAWS

ARTICLE 1 NAME

1.01 The name of this organization shall be the Florida Association of College Test Administrators Incorporated (FACTA). Hereinafter referred to as “FACTA” or “the Association”. The Association’s official mailing address is: 2740 SW Martin Downs Boulevard, #182, Palm City, FL 34990.

ARTICLE 2 PURPOSE

2.01 The purpose of the organization shall be to:

- a. enhance professional testing practices;
- b. provide opportunities for professional development and enhanced understanding of emerging issues and trends for Florida testing administrators;
- c. advance collaboration and cooperation among testing professionals, testing companies, and state policy-making agencies with regard to test administration, management and operation of college testing centers, analysis and review of testing instruments, and implementation of new testing initiatives;
- d. provide support activities and technical assistance for information sharing, best practice resources, and program enhancement efforts; and
- e. serve as a professional resource and advocate in regard to matters relevant to college testing with state agencies and other affinity groups within Florida higher education.

2.02 To maximize coordination, communication, and participation among Florida professionals, FACTA will geographically subdivide the state into five regions, led by a regional director who is appointed by the leadership (FACTA Council) members representing that region.

The Regions are: Region I – Florida Panhandle; Region II – North Florida; Region III - East Central Florida; Region IV – West Central Florida; and Region V – Southeast Florida.

Any person from a FACTA institution may serve in the role of regional director. Under the coordination of Past President’s Committee, regional directors are responsible for: coordinating the Spring Regional FACTA Council meeting in their area; outreach to nonFACTA institutions in their area; and facilitating interaction among institutional members through professional activities such as workshops and/or training sessions.

- 2.03 These purposes shall be achieved through the association's website and listserv (FACTA-L and FACTACouncil-L), annual and regional meetings, conferences, workshops, and programs determined by the FACTA Council.

ARTICLE 3 MISSION

- 3.01 The mission of FACTA is to enhance professional growth and communication among test administrators employed at regionally accredited postsecondary institutions in the State of Florida. FACTA actively advocates and supports the National College Testing Association's (NCTA) Professional Standards and Guidelines. Our mission is accomplished by working in partnerships with the Florida Department of Education (FLDOE), the Florida Board of Governors (BOG), the Independent Colleges and Universities of Florida (ICUF), and testing agencies while always keeping the needs of the employee's institution at the center of decisionmaking.

ARTICLE 4 VISION

- 4.01 FACTA will become an invaluable resource to all professionals in the State of Florida and will become a respected partner with the FLDOE, BOG, ICUF, and sanctioned test vendors.

ARTICLE 5 MEMBERSHIP

- 5.01 Membership shall be open, but not restricted to, testing professionals working at postsecondary institutions operating within the State of Florida, which are regionally accredited. Types of membership shall be institutional, individual, emeritus, and business. FACTA institutional members should also be members of the National College Testing Association (NCTA) and must uphold their rigorous testing standards and follow the testing practices as established by the NCTA.
- 5.02 Institutional memberships are open to any eligible postsecondary institution as defined in 5.01. An institutional membership shall allow an institution to designate an unlimited number of individuals to participate in the Association. Each institutional membership, in good standing as defined in 15.02, shall have one (1) vote in general voting matters.

The Institutional Test Administrator (ITA), or institutional designate, must be identified as the institution's primary representative for general voting purposes. In the event the ITA or institutional designate is unable to execute institutional voting action, he/she may designate to the Association President a proxy voter from the institution's members.

- 5.03 Individual memberships are open to any person supporting the organizational mission, vision, and who wishes to participate in the benefits of association with FACTA. Individual memberships do not carry voting privileges, and are not eligible to serve on Council.

- 5.04 Emeritus memberships are open to any person who is retired from the testing profession and who wishes to participate in the benefits and enrichment of association with FACTA members currently practicing the profession. Emeritus memberships are selected by the Council, do not carry voting privileges, and are not eligible to serve on Council.
- 5.05 Business memberships are open to any business, agency, or association involved in assessment or education related activities in the State of Florida. These memberships do not carry voting privileges and are not eligible to serve on Council.
- 5.06 As a resource to FACTA, the NCTA President, Past Presidents, and President-Elect, as well as employees of the FLDOE, BOG, and the ICUF Association will be extended an invitation to join FACTA-L.
- 5.07 To remain in good standing, institutional members shall be current in any assessed membership dues in the current or immediately preceding calendar year. All other membership types must maintain good standing by being current in any assessed membership dues in the current calendar year.

ARTICLE 6

FACTA COUNCIL MEMBERSHIP

- 6.01 The business of the organization shall be conducted by the FACTA Council, hereinafter referred to as the Council. The Council shall establish and maintain policies and procedures as necessary for the operation of the organization. The Council is empowered to act in the name of the organization in matters not covered by policy statements; such actions will be subject to review by FACTA members.
- 6.02 Each member of the Council shall demonstrate a commitment to actively participate in the leadership of the organization by serving on committees, registering for FACTA-L and FACTA-Council-L listserves, and accepting assignments to further the mission of the organization. Membership on the Council shall be restricted to institutional members who are employed at FACTA member postsecondary institutions in good standing.
- 6.03 Council shall be represented by no fewer than seven members and no more than 25 and must maintain an uneven number of voting members. Council membership should reflect equitable representation among the Florida post-secondary system, to include both public and private, as well as 2 year and 4 year institutional stakeholders. Council composition should reflect the student enrollment distribution throughout the state system in order to maintain a representative balance. As long as such balance is maintained, there may be multiple representatives from the same institution.
- 6.04 The terms of membership of the Council shall be for one and two years in the first year to assure staggered elections and continuity. The Officers first term on the Council will be initially for one year. Thereafter all Council terms will be for two years, with the exception of seats held by FACTA Presidential Officers' terms.

- 6.05 A Presidential Officer, either President, President Elect, or Immediate Past President, shall be voting members of the council by virtue of their status in the organization. Should the Council seat term expire before the start or end of their Presidential tenure, the term shall be extended until the end of Presidential service. As FACTA Presidential Officer, their seat on Council will be removed from the two-year rotation without the need for inclusion on the Nomination Slate. The number of vacant council seats to be filled annually will be adjusted accordingly.
- 6.06 Council Officers and Members shall be elected by the membership from a slate of nominees prepared by the Nominating Committee submitted to the Immediate Past-President or President-Elect by August 15th. Nominations will be solicited and received from the general membership. The slate of nominees must first be approved by the sitting council via simple majority vote. The general election will be performed via electronic media. A simple majority vote by the general membership will elect members to the Council.
- 6.07 Should a vacancy occur on the Council, whether through resignation, non-participation, or creation of a new position, the FACTA President shall select a replacement representative to serve the remainder of the term on the Council. Council members must approve the institutional replacement representative by a simple majority vote. The new member shall serve the remainder of the term of the vacated representative.
- 6.08 If a vacancy of a regional director occurs, whether through resignation or non-participation, the President shall appoint a replacement until the FACTA Council members representing that region can meet and appoint or approve a replacement.
- 6.09 For removal of any council member, regional director, or officer of the organization for reasons not listed in 6.07 or 6.08, an extraordinary vote (majority plus two) is required. Such removal may only be for proper cause and accomplished during a formal meeting of the Council. Proper notice shall be given, in writing, to the council member or regional director to be removed advising them of the charges, the right to be present and the right to be heard by the Council prior to a vote for removal.

ARTICLE 7 OFFICERS AND RESPONSIBILITIES

- 7.01 The officers of the organization, also known as the Executive Committee, shall be the President, Immediate Past-President or President-Elect, Parliamentarian, Registrar, Secretary, and Treasurer. A Past-President will be an appointed member and will serve as a resource person. The Executive Committee may create other officer and co-officer positions, as necessary, until the next general election. Beginning 2015, there will either be the Immediate Past-President or the President-Elect serving on the Executive Committee in alternate years.
- 7.02 The President shall be elected to serve a two-year term, beginning 2015 and subsequent years thereafter. During the first year of the two-year Presidential term, the position will be supported with the Immediate Past-President. In the second year of the two-year term, the President will be supported with a President-Elect. During the year the Immediate Past-

President supports the President and sits on the Executive Committee, the office of President-Elect will not be filled. In the second year of the two-year Presidential term, the President will be supported with a President-Elect who also will serve on the Executive Committee.

- 7.03 The President-Elect and/or the Immediate Past-President shall be elected to serve a one year term. The Parliamentarian, Registrar, Secretary and Treasurer, and shall be elected to serve a two year term.
- 7.04 Beginning 2015 the Immediate Past-President and President-Elect shall be elected to serve alternating one-year terms to support the two-year Presidential term. The President-Elect position will be vacant during the first year of the two-year sequence of the President's term. The following year the President-Elect position will be filled to serve a one year term immediately before becoming President for a two-year term.
- 7.05 There shall be no limit to the number of successive terms served for the Parliamentarian, Registrar, Secretary, and Treasurer. By necessity of process, a Past-President must have at least one intervening term between his/her presidential term prior to eligibility for re-election as President-Elect.
- 7.06 The new Council and officers shall be presented at the Fall meeting with official term of office beginning the following January 1st.
- 7.07 After the initial election of the President, the office will automatically be filled by the President-Elect at the end of the term of that President.
- 7.08 Officers appointed by the Council to fill a vacancy in an office will not be treated as elected officers for the purposes of term re-election, giving them the opportunity to run in the general election for a full term.
- 7.09 The Parliamentarian will be responsible for procedural processes and questions, as well as maintenance of FACTA historical records. Ultimately responsible for counting and recording all voting actions, the Parliamentarian will ensure all membership voting is notated, and all records such as voting actions, record of officers, award winners, Membership rosters, Bylaws revisions, and other important records are maintained in an accessible public forum. The Parliamentarian will serve as an impartial advisor on all parliamentary procedures according to Robert's Rules of Order, maintain order and decorum, and may deem a member out of order.
- 7.10 The President shall assume full responsibility for the general activities of the organization. The President's duties may include, but are not limited to: serving as the liaison to state agencies, publishing an agenda of the organizational meetings, presiding over Council and annual meetings, assuring that assigned organizational tasks are accomplished, advising the membership of current organizational needs, and acting as representative of the organization to the National College Testing Association, and other professional organizations.

- 7.11 The President-Elect or the Immediate Past-President shall have the primary responsibility of organizing the standard elections of Officers and Council members. Such organizational duties shall include working with the Nominating Committee on developing a slate of candidates, publishing the slate to the membership, and organizing the electronic general election process in the Fall. Other organizational duties may be assigned by the President. In addition, the President-Elect or Immediate Past-President shall perform the duties of the President in the scheduled absence of the President.
- 7.12 The Registrar shall be the official record keeper relating to memberships, The Registrar will retain the names and contact information of the members associated with each membership type, will identify the voting member if applicable. Working closely with the Treasurer regarding status of membership dues, the Registrar will communicate with the ITA, or other institutional designate, regarding membership status and payments, including past due accounts. The Registrar will chair the Membership Committee to keep membership records current.
- 7.13 The Secretary shall perform the duties of recorder of the minutes at all meetings and ensure that such minutes are timely approved and published as required. The Secretary, in conjunction with the Parliamentarian, shall be responsible for accuracy in the official records.
- 7.14 The Treasurer shall handle all financial duties of the organization with the approval of the President. Such financial duties may include: maintaining an organization record of deposits, expenditures and financial transactions, acting as a principal signatory or co-signatory on a bank account for the organization, filing the annual tax return, and preparing a financial report to be presented at all Council meetings.
- 7.15 If a vacancy should occur in one of the officer's positions of the organization, except the office of President, the duties of that vacated office may be assumed by one of the current Council members, who is appointed by the Council as a replacement until the next general election. Any decision to appoint a replacement for a vacated officer from within the Council membership must be approved by a simple majority vote of the Council. Should there be no current Council member interested in taking over the duties for the vacated office, the Council may appoint an officer from the general membership by a majority vote of the Council. Such appointed member shall serve the remainder of the term of the vacated office.
- 7.16 A vacancy in the office of President because of death, resignation, removal, disqualification, or otherwise, shall be filled by the President-Elect for the unexpired portion of the term, followed by his/her two-year Presidency. If there is no President-Elect in that position due to it being the first year of the President's term, then it shall be filled by the Immediate Past-President for the remainder of the term. Should the elevated President Elect or Immediate Past-President be unable to fulfill the remainder of the vacated President's position, the Council will appoint a replacement by simple majority from within the Council members to fulfill the remainder of the term until the next general election.

ARTICLE 8 MEETINGS

- 8.01 There shall be an annual meeting held in the Winter and a Council meeting held in the Fall each calendar year.
- 8.02 The Council shall meet at least twice a year, usually in Fall and Winter. Under the five-region geographical structure and the direction of the regional director, FACTA regional meetings will be held in the Spring encouraging increased participation by limiting the event to one day in a localized area diminishing travel requirements. In addition to routine business that may come before the membership, all meetings will focus on professional development by offering contact time with FLDOE staff, presentations with topics of common interest, and peer-to-peer discussions of problems and concerns specific to the testing environment.
- 8.03 Meetings shall be called by the President or upon the request of at least one-third (1/3) of the Council members. All FACTA members shall be informed of the meetings and may attend. Council meetings may be scheduled in conjunction with any annual meeting or conference.
- 8.04 Special meetings may be called as business dictates the need. All FACTA members shall have thirty days' notice of meeting dates, time, and purpose.
- 8.05 Business may be conducted via email to facilitate timely decisions. The Council shall adopt procedures for conducting such business by email and publish them to the members.
- 8.06 A minimum of 50% + 1 of Council members present at a meeting shall constitute a quorum for the transaction of Council and/or FACTA business.
- 8.07 A majority vote of the Council present at a meeting shall determine the passage of routine business matters.
- 8.08 Each Committee Chairperson shall schedule and hold meetings necessary to meet the goals of that committee. Meetings may be accomplished in person or through telephone, email, or other electronic devices.
- 8.09 All FACTA meetings shall be conducted in accordance with "Roberts Rules of Order".

ARTICLE 9 COMMITTEES

- 9.01 Committees shall be established to assist the officers and the Council as needed. The Council will decide the title and responsibility of each committee.
- 9.02 The Committee Chairpersons must be a FACTA member and shall be elected by a majority of the Council.
- 9.03 Each Committee should strive to have a minimum of three non-Council members. Members are selected by the Committee Chairperson.

- 9.04 In addition to the Executive Committee, FACTA Committees should include, but not be limited to: Exemplary Practices, Bylaws, Communications, Events Planning, Membership, Nominating, and Past-Presidents.
- 9.05 The FACTA Exemplary Practices Committee is responsible for identifying professional development topics of interest to the membership and reviewing Assessment/Testing Best Practices at the state and national levels and publishing those practices to the FACTA membership. The Committee may, from time to time, collect, preserve, and disseminate impartial information to test administrators through surveys and assessments for the purpose of enhancing communication and providing support, resources, and feedback on the utility and effectiveness of the State testing programs and services.
- 9.06 The FACTA Bylaws Committee is responsible for ensuring that the Bylaws reflect organizational continuity with appointment of a Past-President as a standing member. The Bylaws Committee will examine FACTA's current practices with review, revision, and ratification of the Bylaws, if necessary, on an annual basis.
- 9.07 The FACTA Communications Committee is responsible for providing venues, to include advances in existing and emerging technology, whereby members are able to share ideas and concerns, such as the FACTA listserv and the FACTA website, FACTA newsletter, as well as providing information to the outside public about FACTA. The Committee is responsible for disseminating approved information about FACTA. The FACTA President will be a standing Committee member.
- 9.08 The FACTA Events Planning Committee is responsible for coordinating event logistics for the annual FACTA State Conference, Fall Council Meeting, and FACTA Regional Meetings, in partnership with the host institution. This includes providing event checklists and forms, communicating meeting event activities to the membership via the FACTA-L, and assisting in planning for additional FACTA events.
- 9.09 The FACTA Membership Committee, chaired by the Registrar, is responsible for providing guidance and recommendations to the FACTA Council regarding membership issues, upkeep of the membership roster, and to collaborate with the Executive Committee to ensure that renewal process is as efficient as possible.
- 9.10 The FACTA Nominating Committee is responsible for securing candidates for the ballot and present a slate of qualified, acceptable candidates to the Council for approval and to the membership for a vote. Nominations may be submitted for consideration from the FACTA membership at large or the Executive Committee. Its guiding principle is to choose the best candidate(s) to fill the vacancies. However, in so doing, it shall endeavor to seek a balance between the personal and professional qualifications of a nominee and the representational needs, including institutional balance of the Council. The Committee may also identify and provide recommendations to the Executive Committee for recognition of professionals who demonstrate exceptional work benefiting the organization.

9.11 The FACTA Past-President's Committee will assist the Executive Committee and Council with projects, as needed, and appoint one Past-President to serve on the Executive Committee. The committee will be chaired by the most Immediate Past-President.

**ARTICLE 10
REMUNERATION AND REIMBURSEMENT**

10.01 No member of the Council or any committee of the organization shall be entitled to compensation for services rendered to the organization in the course of his/her duties. The Council may authorize compensation to non-office holders for services of value to the organization.

10.02 Reimbursement for direct expenses in the operation of the organization may be made if authorized by the Council. Expenses in excess of \$500 will require Council authorization in advance of the expenditure or, if \$500 or less by the officers' approval.

10.03 Council members may be eligible for financial support for approved FACTA related travel. Travel funds shall be accounted for separately, and when available, may be disbursed according to Council approved travel reimbursement guidelines.

**ARTICLE 11
CONTRACTS, CHECKS DEPOSITS AND FUNDS**

11.01 The Council may authorize officers to enter into any contract in the name of and on behalf of the organization. Such authorization may be either general or specific.

11.02 All checks, drafts, endorsements, notes and evidence of indebtedness shall be signed by such officers or agents of the organization as the Council shall determine is necessary. Such funds shall be deposited in the bank, trust company or other financial institution as designated by the Council.

**ARTICLE 12
BOOKS AND RECORDS**

12.01 The organization shall keep correct and complete books and records of accounts and minutes of the proceedings of its Council and committee meetings, and the business meeting held at the annual meeting. These records will be made available to members via a secured website.

12.02 Receipts and bank statements of the organization will be maintained by the Treasurer and will be summarized in a financial report to the Council and to the general membership at the annual meeting.

**ARTICLE 13
FISCAL YEAR**

13.01 The fiscal year of the organization shall begin the 1st day of January and shall end on the 31st day of December of each year.

ARTICLE 14 MEMBERSHIP DUES

14.01 The Council may establish the annual membership dues and make special assessments for activities of the organization. Such assessments must be based upon actual financial justification. Dues will be assessed on the following types of memberships: institutional, individual, business, and as approved by majority vote of the general membership present at the annual meeting of the organization. Emeritus memberships are considered honorary for retired professionals in recognition for one's past leadership role in the advancement of the testing profession in the State of Florida, and will not be assessed a membership fee.

14.02 Any changes to the membership dues must be approved by majority vote of the Council present at the annual meeting.

ARTICLE 15 RATIFICATION OF BYLAWS

15.01 Ratification of the Bylaws shall require two thirds (2/3) majority of the voting membership (defined in 5.02 and 15.02) prior to the annual meeting via electronic medium.

15.02 Membership in good standing is defined as any institution with participation in FACTA affairs and paid membership in the current or immediately preceding calendar year ratification is sought.

15.03 The Bylaws Committee shall review the association's Bylaws on an annual basis to ensure that the document reflects the current business practices of the Association. Any changes or amendments to the Bylaws shall be submitted and approved as defined in 15.01.

ARTICLE 16 AMENDMENTS AND REVISIONS TO THE BYLAWS

16.01 Amendments and revisions to the Bylaws may be submitted by FACTA members to the chair of the Bylaws committee. Revisions and amendments to the Bylaws shall be addressed by the Council with changes to the document requiring approval by two thirds (2/3) majority vote of the Institutional membership prior to the annual meeting. Each approved revision shall be referenced with a date of approval.

ARTICLE 17 INDEMNIFICATION OF COUNCIL MEMBERS AND OFFICERS

17.01 Each member of the Council shall be indemnified by the organization to the limit of the funds available against all claims and liabilities to which they may be subject by reason of serving as a member of the Council.

ARTICLE 18 DISSOLUTION OF THE ASSOCIATION

18.01 The decision to dissolve the organization must be brought before the general membership for a vote and approved by a two-thirds (2/3) majority vote of the voting members present at the annual meeting.

18.02 Upon dissolution of the association, any assets shall be distributed to the National College Testing Association.

History:

Initial draft modified and revisions approved February 6, 2009 (Ver 1.0)

Second revision approved May 28, 2009 (Ver 1.1)

Third revision approved September 17, 2009 (Ver 1.2)

Fourth revision ratified February 3, 2010 (Ver 2.0)

Fifth revision approved with Modifications May 13, 2010 (Ver 2.1)

Sixth revision approved with Modifications February 9, 2011 (Ver 2.2)

Sixth revision ratified by general membership, 2nd Annual Conference, February 10, 2011 (Ver 3.0)

Seventh revision approved by Council with modifications January 13, 2012 (Ver 3.1)

Seventh revision ratified by the general membership vote, 3rd Annual Conference, February 9, 2012 (Ver 4.0)

Eighth revision approved by Council with modifications October 30, 2012 (Ver 4.1)

Eighth revision ratified by the general membership vote (electronic) December 7, 2012 (Ver 5.0)

Ninth revision approved by Council October 10, 2013 (Ver 5.1)

Ninth revision ratified by the general membership vote (electronic) February 2, 2014 (Ver 6.0)

Tenth revision approved by Council October 2, 2014 (Ver.6.1)

Tenth revision ratified by the general membership vote (electronic) January 22, 2015 (Ver7.0)

Eleventh revision approved by Council October 26, 2016 (Ver 8.0)

Eleventh revision ratified by general membership vote (electronic) November 9, 2016(Ver 8.0)

Twelfth revision approved by Council February 8, 2017 (Ver 8.1)

Twelfth revision ratified by general membership vote (electronic) May 15, 2017 (Ver 8.1)

