

Missouri Family, Career and Community Leaders of America, Inc.
Corporate Bylaws
Established ____ 2020

Article I: Purpose

Section 1.1 The purpose of MISSOURI FAMILY, CAREER AND COMMUNITY LEADERS OF AMERICA, INC., hereinafter referred to as “Missouri FCCLA”, shall be to assist the official Family, Career and Community Leaders of America, Inc. charter holder, as identified by the constitution and bylaws of Family, Career and Community Leaders of America, Inc., a Virginia incorporated nonprofit corporation, and to promote personal growth and leadership development through family and consumer sciences education

Focusing on the multiple roles of family member, wage earner and community leader, members develop skills for life through character development; creative and critical thinking; interpersonal communications; practical knowledge; and career preparation.

Organized instruction relating to the mission is part of the family and consumer sciences education program in schools. The purposes of the organization shall be as follows:

1. To provide opportunities for personal development and preparation for adult life;
2. To strengthen the function of the family as a basic unit of society;
3. To encourage democracy through cooperative action in the home and community;
4. To encourage individual and group involvement in helping achieve global cooperation and harmony;
5. To promote greater understanding between youth and adults;
6. To provide opportunities for making decisions and assuming responsibilities;
7. To prepare for the multiple roles of men and women in today’s society;
8. To promote family and consumer sciences and related occupations.

Section 1.2 Missouri FCCLA shall be the official organizing and managing body of all divisions of FCCLA granted under the Charter to the Missouri Department of Elementary and Secondary Instruction.

Section 1.3 Missouri FCCLA shall operate through a Board of Directors who will make fiduciary, legal and policy decisions with all stakeholders. The purpose of

the Board of Directors is to provide a representative system of governance to establish policy and support the purposes of Missouri FCCLA. The various duties are to be carried out in a manner most expedient in the Board's judgment with all due consideration given to the democratic processes found in Robert's Rules of Order. The Board of Directors empower the State Adviser, State Executive Council, State Executive Council Advisers, Regional Advisers, and Alumni and Associates Council to assist in determining operational procedures.

Section 1.4 Missouri FCCLA shall be organized and operated exclusively for charitable and educational purposes subject to the limitations stated in the Articles of Incorporation, the purpose of this Corporation shall be to engage in any lawful activities, none of which are for profit, and for which corporations may be organized under Federal tax law ("Section 501(c)(3)") of the Internal Revenue Code of 1986 or its corresponding future provisions. In furtherance of such purposes, the Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out the purposes, as set forth in the Articles of Incorporation and these Corporate Bylaws.

Additional clarification regarding Board selection, proceedings, and policies may be addressed in the Missouri FCCLA Articles of Incorporation, Missouri FCCLA Student Division Bylaws and/or association procedure manual.

Article II: Responsibilities

Section 2.1 The Board of Directors shall establish policies to ensure the state association fulfills its mission of serving students enrolled in family and consumer sciences programs serviced by Missouri FCCLA., and that all financial records are maintained in accordance with generally accepted accounting principles.

Article III: Membership

Section 3.1 Missouri FCCLA, Inc shall have no members.

Section 3.2 Composition: The Board of Directors, hereafter referred to as the "Board", shall consist of up no less than ten (10) members and shall not exceed twenty (20) persons. The Board shall include the following membership:

Section 3.3 Qualifications and Terms of Office:

- A. Ex-officio positions with full voting rights and no term limits (perpetual members) are as follows:
 - a. Missouri FCCLA State Adviser
 - b. State Director of Family Consumer Sciences and Human Services

- B. Ex-officio positions with full voting rights and term limits or length determined by their respective organization or position are as follows:
 - a. Missouri FCCLA Alumni & Associates President
 - b. State Executive Council President
 - c. Local Adviser to the State Executive Council President
 - d. Immediate past State Executive Council President
 - e. A member of the Missouri Educators of Family and Consumer Sciences executive board

- C. Positions to be elected by the Board of Directors with full voting rights are as follows:
 - a. (2) business/industry representatives
 - b. (1) Career and Technical administrator
 - c. (1) College/University educator, with preference for those in Family and Consumer Sciences Education or related field
 - d. (1) school administrator, counselor, and/or school board member

- D. Additional members may be appointed to the Board of Directors who are Missouri residents serving in a national volunteer leadership capacity to FCCLA, Inc. (example: local adviser who becomes a member of the FCCLA, Inc. Board of Directors, member who elected to national office). Appointment is not automatic and requires action from the Board of Directors and prospective appointee agreement to serve. Members serving in this capacity shall serve through the duration of their service to FCCLA, Inc.

Industry representatives shall be nominated by the State Adviser, or Board President and voted to the Board by a majority vote of the current members of the Board of Directors and shall serve a two-year term. All Board members must be a member in good standing of Missouri FCCLA Alumni and Associates.

A term of office shall consist of two years, beginning and ending with the dates of Missouri FCCLA's fiscal year, unless otherwise defined above. Additional terms may be served but may not exceed three consecutive terms.

Members may be removed from the Board by a two-thirds (2/3) majority vote of the Board except for perpetual members.

Section 3.3 Vacancies: In the case of a board vacancy, the State Adviser or Board President may nominate another qualified person to fulfill a term. Members filling a vacancy shall be elected to the Board by a majority vote of its members. In the absence of the State Adviser, the Board of Directors President may serve in this capacity until such time as their replacement has been determined.

Section 3.4 Board Officers: The officers of the Board shall consist of:

- President
- President Elect
- Past President
- Secretary
- Treasurer
- State Adviser
- State Director

The Board President, President Elect, Secretary and Treasurer shall be elected from the Board's membership.

The State Adviser will be selected by the Missouri Department of Elementary and Secondary Instruction.

The State Director will be determined by the Board and may share the title and position of State Adviser.

The State Adviser shall be responsible for the organization of Board meetings, coordinating meeting agendas, developing and providing necessary reports, and ensuring compliance with State of Missouri nonprofit corporation requirements.

The Board President shall work closely with the State Adviser in setting meeting agendas and shall preside over each meeting.

The President Elect shall preside over meetings in the absence of the President.

The Secretary/Treasurer shall be responsible for maintenance of records, providing a yearly financial report, and recording of meeting minutes.

Article IV: Meetings

Section 4.1 Quorum: At all meetings of the Board, it shall take no less than four of the existing board membership to constitute a quorum to conduct business. Any matter, excepting amendments to these bylaws, may be adopted by vote of a majority present at a meeting at which a quorum is present and where either the State Supervisor or the State Adviser are part of the quorum. The act of a majority of the Board where a quorum is present shall represent an act of the Board of Directors provided that any actions that are inconsistent with the policies of the Missouri Department of Elementary and Secondary Instruction and may be vetoed by the State Adviser or the Department commissioner's office.

Section 4.2 Voting: Subject to the provisions in Section 3.1, at all official business meetings each member of the Board shall have one vote. The Board President may vote to make a tie or break a tie. Votes may be cast by written approval of proxy, by mail, by electronic means or directly at a business meeting of the Board.

Section 4.3 Record of Proceedings: Minutes shall be recorded for all Board meetings and shall be submitted to the next succeeding meeting of the Board for approval, but failure to submit or to receive the minutes shall not invalidate any action taken or decision made during such meeting.

Section 4.4 Committees: The Board, by resolution, may establish any standing committee or ad-hoc committee to study and make recommendations concerning the matters delegated to it, but no committee shall have the power to set policy or act in an official capacity in lieu of the Board. Committees shall include two or more persons. The designated leader of the committee will provide a verbal and/or written report to the Board at a scheduled business meeting.

The Missouri FCCLA State Officers shall be selected consistent with the Missouri FCCLA Student Division Bylaws. The State Officers shall serve as a perpetual standing committee of the Board with the State President serving as a direct representative to the Board of Directors.

The Missouri FCCLA Board of Advisers shall consist of the State Adviser, State Director, State President, and up to ____ FCCLA advisers. Board of Advisers shall serve as a perpetual standing committee of the Missouri FCCLA Board of Directors with the chair serving as direct representative to the Board of Directors.

Section 4.5 Scheduled Meetings: The Board shall meet a minimum of one time per fiscal year either in person or by electronic means.

Article V: Amendments

Section 5.1 These bylaws may be amended or revised by the affirmative vote of no less than two-thirds (2/3) of the members of the Board of Directors.

Established _____, 2020