

Texas Foster Family Association By-laws & Constitution
Texas State Foster Parents, Inc.
DBA: Texas Foster Family Association
(Revised October 2019)

ARTICLE I. CORPORATE INFORMATION

SECTION 1

CORPORATE NAME: The name of the corporation shall be known as the TEXAS STATE FOSTER PARENTS, INC., sometimes referred to in these bylaws as the ASSOCIATION.

SECTION 2

NATURE: This ASSOCIATION shall be incorporated, self-governing, Nonprofit, nonpartisan, nonsectarian and voluntary.

SECTION 3

PROHIBITED ACTIVITIES: The ASSOCIATION shall not engage in activities other than those which would be in the furtherance of the purposes set forth in ARTICLE 1 of these Bylaws and in no event shall any such activities be in contravention of law or of provisions of the Internal Revenue Code pursuant to which the ASSOCIATION may be granted tax-exempt status by the Internal Revenue Service.

SECTION 4

POLICIES:

A. The ASSOCIATION shall not discriminate against any person regardless of sex, race, creed, religion, sexual orientation or national origin. The ASSOCIATION shall solicit and receive funds for the accomplishment of the purposes stated in these Bylaws.

SECTION 5

PURPOSES. The purposes for which the ASSOCIATION is formed are as follows:

- A. To establish a State Association bringing together all Foster/Adoptive/Kinship Care Providers, agency representatives and all community stakeholders who wish to work together for the purposes hereinafter set forth.
- B. To promote and enhance mutual coordination, cooperation, and communication among Foster/Adoptive/Kinship Care Providers, Associations and all child placing agencies.
- C. To work in cooperation with public and private child placing agencies in improving foster care services.
- D. To encourage recruitment and retention, education and training of Foster/Adoptive Parents/Kinship Providers and others working in the foster care system.
- E. To inform the membership of the ASSOCIATION and others of the general public interested in foster care, of current information pertaining to the well-being of all children and, in particular, children needing foster care services.
- F. To provide a vehicle by which Foster /Adoptive/Kinship Care providers can improve themselves and the quality of the Foster Care system in Texas.
- G. To provide representation at local, state, and national Foster/Adoptive/Kinship Care Provider conferences and summits.

SECTION 6

DISSOLUTION: If the corporation shall be dissolved, upon such dissolution all assets of the corporation shall be dedicated to a use and purpose for the benefit of Texas children which is tax-exempt pursuant to the Internal Revenue Code in effect.

ARTICLE II MEMBERSHIP:

The membership committee shall determine the classification of potential members of this ASSOCIATION, as set forth in these bylaws.

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SECTION 1

FOSTER PARENT DEFINED: A “foster parent” shall be defined, for purposes of these bylaws and sometimes referred to in these bylaws as FOSTER PARENT, as a person verified by a licensed Child Placing Agency in the state of Texas and meets one or more of the following:

- A. A person, generally known as a foster parent, caring for one or more children from the Texas foster care system in a family home setting, non-institutional in character, or whose home was closed in good standing.
- B. A person, generally known as an adoptive parent, who has adopted one or more children from the Texas foster care system.
- C. A person, generally known as a kinship provider, who is a relative or significant adult in the life of one or more children from the Texas foster care system.

For these bylaws, use of the term “FOSTER PARENT” will include all of the above.

SECTION 2

MEMBERSHIP CLASSIFICATIONS: There shall be the following classes of membership available in the ASSOCIATION as follows:

- A. **REGULAR:** A regular membership shall be available to all individual FOSTER PARENTS. Regular members shall have the right to vote on all matters brought to the members of the ASSOCIATION for vote pertaining to the provisions of these bylaws or applying to set rules. Each member shall receive all mailings and information about the various activities of the ASSOCIATION. Each regular member shall be eligible to be a candidate for any elective office of the ASSOCIATION or to be appointed to serve as a chair and/or member of any of the standing or special committees of the ASSOCIATION, according to these bylaws.
- B. **CHILD PLACING AGENCY, RESIDENTIAL TREATMENT CENTER AND OTHER GENERAL RESIDENTIAL OPERATIONS STAFF:** Child Placing Agency and Residential Treatment Center and other General Residential Operations memberships shall be available to all child placing agency, residential treatment center and general residential operation personnel. The benefit of this membership includes attending all meetings of the ASSOCIATION and receiving all mailings. This membership does establish eligibility for holding office within the ASSOCIATION. Each child placing agency, residential treatment center or other general residential operation member shall be eligible to be appointed to serve as a chair and/or member of any of the standing or special committees of the ASSOCIATION, according to these bylaws.
 1. **CHILD PLACING AGENCY STAFF MEMBERSHIP VOTE:** This membership does include limited voting rights as outlined in these bylaws in Article VIII.
- C. **ORGANIZATIONAL:** Organizational membership shall be available to all Local, County, and Regional, State or other types of FOSTER PARENT Associations, Child Placing Agencies or Residential Treatment Centers or other General Residential Operations. This membership includes individual memberships for members of the Organizations and direct care staff of the Residential Treatment Centers or other General Residential Operations. It also includes individual voting rights for members and it does establish eligibility for holding office within the ASSOCIATION. All foster parents and direct care staff will receive all mailings of the ASSOCIATION.
- D. **SUPPORTIVE:** Supportive membership shall be available to individuals and organizations, other than FOSTER PARENT Organizations, wishing to support the purposes and efforts of this ASSOCIATION. The benefits of this membership include attending all meetings of the ASSOCIATION and receiving all mailings. This membership does not include individual

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membership for members of Organizations nor does it include individual voting rights unless appointed or elected to the Board of Directors

- E. HONORARY: Honorary membership may be awarded by the ASSOCIATION to individuals or to Organizations who have made significant contributions to child care programs and who thereby merit such recognition. This membership does not include individual voting rights, nor does it establish eligibility for holding office within the ASSOCIATION.

SECTION 3

DUES: Dues will be collected — refer to the Policy & Procedure Manual. Dues must be paid by deadlines determined by the Board of Directors to establish eligibility to be nominated for a Board of Director position or participate in elections.

SECTION 4

MEMBERSHIP YEAR: The membership year will be established by the Board of Directors.

SECTION 5

MEMBERSHIP DUTIES: All members should adhere to the framework of the bylaws, herein set forth, and shall work to further those purposes and objectives of the ASSOCIATION.

SECTION 6

RESIGNATION: Any member may resign from membership at any time. Upon voluntary resignation from the ASSOCIATION, no refund of dues is made and all rights and titles such a member may have enjoyed in the ASSOCIATION shall be concluded.

SECTION 7

TERMINATION OF MEMBERSHIP: Any member will have his or her membership concluded for nonpayment of membership dues. Membership dues must be postmarked on or before date established by the Board of Directors. A reinstatement fee will be assessed if an association's renewal is more than 30 days late. (Refer to Policy & Procedure Manual for reinstatement fees.)

ARTICLE III
MEMBERS MEETINGS

SECTION 1

ANNUAL MEETING(S): The members of the ASSOCIATION shall meet at least once annually at such location and times as the Board of Directors shall determine.

SECTION 2

SPECIAL MEETINGS: Special meetings of the members of the ASSOCIATION may be called by the President, by a majority of the Board of Directors, or by written request filed with the Secretary which request shall bear the written endorsement of no less than ten (10) percent (%) of the total voting members of the ASSOCIATION. Upon such call, the President shall fix a suitable time and place for the meeting. The meeting shall be held within sixty (60) days of such a call.

SECTION 3

NOTICE OF MEETINGS: Notice of members meetings shall be sent to the members by the Secretary at least fifteen (15) days before the date filed for said meeting.

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SECTION 4

QUORUM: Except as otherwise provided by these bylaws, those members of the ASSOCIATION who are present at the call of any meeting of the members, and who are entitled pursuant to these bylaws to vote at such meetings, shall constitute a quorum for the transaction of business.

SECTION 5

VOTING: Except as otherwise specifically provided by these bylaws, a simple majority of those members present and entitled to vote shall carry the question at any meeting of the members of the ASSOCIATION.

SECTION 6

PROXY VOTE: Members of the ASSOCIATION shall not be permitted to vote by proxy at any of the meetings of the members of the ASSOCIATION.

SECTION 7

PARLIAMENTARY AUTHORITY: The rules contained in the current edition of 'Robert's Rules of Order Newly Revised' shall govern the ASSOCIATION in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the ASSOCIATION may adopt.

ARTICLE IV

BOARD OF DIRECTORS

SECTION 1

GENERAL POWERS: The executive authority shall be invested in the Board of Directors, which shall be responsible for the day to day management of the ASSOCIATION.

A. EXECUTIVE DIRECTOR: The Board of Directors may contract with an Executive Director to carry out the policies and programs of the corporation. The Executive Director shall manage the day-to-day programmatic affairs of the corporation and shall report to the Board of Directors.

SECTION 2

BOARD MEMBERS: The Board of Directors shall include the following members:

A. VOTING MEMBERS:

- 1) President
- 2) 1st Vice president
- 3) 2nd Vice president
- 4) Secretary
- 5) Treasurer
- 6) Parliamentarian
- 7) Chair of all standing committees of the ASSOCIATION
- 8) Regional Foster Parent Representatives
- 9) Agency Representatives of up to three (3) Child-Placing Agencies

B. NONVOTING MEMBERS:

- 1) Chair of all special and/or Ad Hoc committees of the ASSOCIATION
- 2) Ex-Presidents Advisory Board
- 3) Appointed Advisory members
- 4) Regional Agency Representatives

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- C. VACANCIES: Board members elected or appointed to fill a vacancy shall be elected or appointed for the unexpired term of the predecessor in that office.
- D. At least 51% of the voting members of the Board of Directors must currently be or have been FOSTER PARENTS and whose homes were closed in good standing.
- E. SELECTION OF REGIONAL AGENCY REPRESENTATIVES
 1. Regional Agency Representatives may be a staff member of any TFFA member private child placing agency or regional state child placing agency.
 2. Regional Agency Representatives will be selected by the members of the Child Placing Agency Committee.
 3. Regional Agency Representative terms will run for two years and be selected on the same rotational schedule as Regional Foster Parent Representatives.
 4. Methods of selection and funding will be determined by the Board of Directors in Policy and Procedure.
- F. DEFINITION OF REGIONAL FOR ALL REGIONAL REPRESENTATIVES
 1. For these Bylaws, Regional shall stand for official DFPS Regions, sub-regions and/or catchment areas within the state as designated by DFPS.

SECTION 3

MEETINGS: The Board of Directors shall hold meetings at such location and times as the Board of Directors shall determine. Meetings shall be held in person, by conference call, or other means as determined by the Board of Directors.

SECTION 4

SPECIAL MEETINGS: Special meetings of the Board of Directors may be called by the President, or upon written request filed with the Secretary, which shall bear the written endorsement of no less than a majority of the voting members of the Board of Directors.

SECTION 5

NOTICES OF MEETINGS: A written notice of the day, time and place of all meetings of the Board of Directors shall be sent to each member of the Board by the Secretary not less than fifteen (15) days before the date of the meeting.

SECTION 6

QUORUMS: Except as otherwise provided by these bylaws, those members of the Board of Directors who are present at the call of any meeting of the Board and who are entitled to vote at such meeting shall constitute a quorum for the transaction of business thereat.

SECTION 7

VOTING: Except as otherwise specifically provided by these bylaws, a majority of the Board members present and entitled to vote shall carry the question at any meeting of the Board of Directors of the ASSOCIATION.

SECTION 8

ACTIONS THROUGH MAIL/EMAIL BALLOT: In lieu of holding a special meeting of the Board, any matter properly coming before the Board may be submitted to the Board of Directors for a ballot by mail (land or electronic) when such action is approved by the President and conforms to relevant policy and procedure.

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SECTION 9

PROXY VOTE: Members of the Board of Directors shall not be permitted to vote by proxy at any meeting of the Directors.

SECTION 10

TELEPHONE VOTE: Members of the Board of Directors may vote by telephone on questions coming before the Directors under the following guidelines:

- A. The telephone conversation shall be of the conference call type.
- B. Half (50%) of the Board of Directors shall constitute a quorum for a telephone vote.
- C. A roll call vote is taken. If unanimous, no further action. If not unanimous, call for verbal "No" and "Abstention" votes
- D. A tape recording of the vote is made and retained for the records for one (1) year, if not contested.

SECTION 11

PARLIAMENTARY AUTHORITIES: All meetings of the Board of Directors shall be conducted according to the current version of '*Robert's Rules of Order Newly Revised.*'

SECTION 12

REMOVALS OF DIRECTORS: Any elected or appointed member of the Board of Directors may be removed from the Board whenever, in its judgment, the best interest of the ASSOCIATION would be served thereby.

The following guidelines shall prevail when the Board is to consider such removal action:

- A. The action shall be formally scheduled for the next forthcoming meeting of the Board of Directors.
- B. Written documentation must be supplied to all Board members who are in attendance at such a meeting. Special efforts shall be made to insure attendance at such a meeting. Special efforts shall be made to ensure that the personal privacy of all is respected and protected.
- C. That portion of the Board meeting which is to consider the removal action is closed to all except the voting members of the Board and those who are directly involved in such action.
- D. The individual against whom the removal action is directed shall have the opportunity to refute any accusations and to present evidence, which will support his position. This includes the calling of testimony.
- E. The vote to remove a Director shall be two-thirds (2/3) majority of all members present and eligible to vote.

SECTION 13

DUTIES: The duties of the members of the Board of Directors shall be:

- A. To interpret and enforce the provisions of these bylaws.
- B. To promote, by attitude and action, constructive social action needed to cause changes and improvements in child welfare systems and in the legislation pertaining to all children and families.
- C. To act as an information center and research body regarding constitutional matters, finance, education and legislative action as pertains to Foster Care Programs and to disseminate such information.
- D. To provide a vehicle for communication among Foster Parents, Local Foster Parent Associations, other State Foster Parent Associations and Child Welfare Agencies and Organizations.

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- E. To cooperate with other organizations which have similar objectives, in whole or in part, to those of this ASSOCIATION.
- F. To ensure that before taking a position on matters of importance, each Director is given reasonable opportunity to poll himself (and his constituency) on the matter and be able to report such results to the Board before the final vote on such important matters, if possible.
- G. To formulate such rules and regulations as in the opinion of the Board of Directors are essential to the interests and objectives of the ASSOCIATION. Board of Directors must attend a minimum of two-thirds (2/3) of all regularly scheduled meetings per year. Failure to comply with the minimum attendance guidelines may be grounds for a Directors removal from the board according to Article VI, Section 12.

ARTICLE V.
OFFICERS

SECTION 1

DESIGNATION OF OFFICERS:

The elected Officer(s) of the ASSOCIATION shall be:

- 1) The President
- 2) The 1st Vice president
- 3) The 2nd Vice president
- 4) The Secretary
- 5) The Parliamentarian
- 6) The Board of Directors may create additional officers if it deems such necessary and appropriate

The appointed Officer of the ASSOCIATION shall be:

- 1) The Treasurer

SECTION 2

QUALIFICATIONS: Each officer of the ASSOCIATION must be an individual member, in good standing, of this State ASSOCIATION and must be

- (1) a verified (certified as eligible for a placement), or formerly verified (closed in good standing) Foster/Adoptive Parent/Kinship provider at the time of election and meet qualifications as listed in the Policy & Procedure Manual; or
 - (2) A child placing agency representative who has served a minimum of one (1) year as a member of the Full Board; or
 - (3) A member of the community who brings expertise to the board and holds an individual supportive membership; and
- A. Candidate for the office of President must have served a minimum of one (1) term as a member of the Full Board.

SECTION 3

TERM OF OFFICE:

- A. The term of office for all duly elected officers of the ASSOCIATION shall be for two (2) consecutive years, starting November 1st after the fourth quarter Board meeting.. No officer shall serve more than three (3) consecutive terms (for up to six [6] years) in the same elected office. An officer who has served more than half of a term shall be considered as to have served a full term. Effective October 1992, the term of office for President, 2nd Vice President and Secretary shall be extended for one (1) year. Thereafter, the elections for the office of President, 2nd Vice President and Secretary shall be held in odd-numbered years, beginning

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in October 1993. The elections for the office of 1st Vice President and Parliamentarian shall continue to be held in even numbered years.

- B. The term of office for the Treasurer is for two (2) years. No limit is set for consecutive terms. The office of Treasurer shall be appointed at the annual meeting by the President in conjunction with the elected members of the Executive Committee and approved by a majority vote of the Full Board.

SECTION 4

RESIGNATION: Any elected or appointed member of the Board may resign their position at any time.

- A. Resignation from any board member shall be made in writing to the Executive Committee through the President.
- B. Resignation from the Board is effective by the official notification sent to all members of the Board by the Secretary. No further action of the Board is necessary.
- C. Upon voluntary resignation from the Board, no refund of dues is made and all rights and titles such members may have enjoyed, as a member of the Board shall be concluded.

SECTION 5

VACANCIES: Any unfilled office, with exceptions otherwise noted in these bylaws, may be left vacant until the next meeting of the Board, or it may be filled for the unexpired term by a majority vote of the voting members of the Board.

SECTION 6

QUORUM: Except as otherwise provided by these bylaws, two-thirds (2/3) of the Officers of the ASSOCIATION (Executive Committee) and who are entitled to vote at such meeting(s) shall constitute a quorum for the transaction of business thereat. The Quorum can be face-to-face or through conference call. The question can be carried by a simple majority vote.

ARTICLE VI

DUTIES OF OFFICERS:

All out going officers must forward all records of their office to the incoming officer within 30 days after the installation of new officers.

SECTION 1

PRESIDENT: The President shall be the Chief Executive Officer of the ASSOCIATION whose duties and responsibilities shall include:

- A. To preside at all meetings of the Boards, all meetings of the Membership and at the Texas State Foster Parents, Inc. Conference(s).
- B. To be responsible for the general management and supervision of the affairs and operations of the ASSOCIATION.
- C. To have the authority to appoint, with the approval of the Executive Committee, the Chair of all standing and/or Ad hoc Committees except for the Election Committee.
- D. To be a member, ex-officio, with a vote, on all the committees of the ASSOCIATION, except for the Election Committee.
- E. To cast the deciding vote if there are any tied issues at the meetings of the Board or of the members.
- F. To officially and publicly represent Texas State Foster Parents, Inc.
- G. To perform such other duties as provided by these bylaws or as commonly appertained to the office of President.

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SECTION 2

PRESIDENTIAL VACANCIES:

- A. Not having the President in attendance or if there is the President's resignation, the 1st Vice president shall assume all the duties and responsibilities of the President.

SECTION 3

1st VICE PRESIDENT: The duties and responsibilities of the 1st Vice President shall include:

- A. To act in the place of the President, whenever designated by the President. Whenever the Presidency is declared vacant, the 1st Vice President shall complete the unexpired term.
- B. To assume such duties as may be assigned by the President.
- C. To perform such other duties as provided by these bylaws or as commonly appertained to the office of the 1st Vice President.
- D. To coordinate the development and functioning of the standing Committee Chairpersons.

SECTION 4

1st VICE PRESIDENT VACANCIES: In the case of a vacancy in the position of 1st Vice President, the President shall recommend a replacement appointee to the Executive Committee. The Executive Committee will then vote on the appointment and send to a vote of the full board for approval.

SECTION 5

2nd VICE PRESIDENT: The duties and responsibilities of the 2nd Vice President shall include:

- A. To act in the place of the 1st Vice President or the President whenever designated by the President.
- B. To coordinate the development and functioning of the Regional Representatives.
- C. To coordinate and correlate all written reports of the Regional Representatives and report such to the Boards.
- D. To perform such other duties as provided by these bylaws or as commonly appertained to the office of the 2nd Vice President.

SECTION 6

2nd VICE PRESIDENT VACANCIES: In the case of a vacancy in the position of 2nd Vice President, the President shall recommend a replacement appointee to the Executive Committee. The Executive Committee will then vote on the appointment and send to a vote of the full board for approval.

SECTION 7

REGIONAL FOSTER PARENT REPRESENTATIVES: Each region will be responsible for the establishment of funding for their Regional Representatives to carry out their duties, attend in-person Board meetings and to attend the ASSOCIATION'S Conference(s). Odd numbered regions shall have their elections held in odd numbered years, beginning October 1993. Even numbered regions shall have their elections held in even numbered years, beginning October 1994. Elections will be conducted during an ASSOCIATION Conference or fourth quarter Board meeting.

- A. To represent the ASSOCIATION within the Geographical areas of their region.
- B. To assist the development and growth of local Foster/Adoptive Parent/Kinship Provider Associations.
- C. To keep informed on any matters concerning Foster Care programs in their regions and on a statewide basis.
- D. To assist in an information network designed for the rapid dissemination of high priority information to the foster parents in the region.

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- E. To work closely with the Regional Agency Representatives of their region to foster better agency-foster parent relationships.
- F. To report to the Editor of the Association's official publication concerning foster parent business from their region.
- G. To elect one of their members to serve on the election committee.
- H. To make a quarterly report to the 2nd Vice President regarding activities of their regions.
- I. To perform such other duties as provided by these bylaws or as commonly appertained to the office of Regional Representative.
- J. To be responsible for securing representation to Regional Child Welfare Board meetings as a liaison of the ASSOCIATION.
- K. To promote attendance of local Child Welfare Board meetings by Foster Parents and to promote attendance of Child Welfare Board members to local Foster Parent Association meetings.
- L. All Regional Foster Parent Representatives are required to be an individual member of the ASSOCIATION.

SECTION 8

SECRETARY: The duties and responsibilities of the Secretary shall include:

- A. To keep a record and see that the President and those he or she might designate have a copy of all official records of the ASSOCIATION.
- B. To keep all the official records of the meeting of the Board and members of the ASSOCIATION.
- C. To record the minutes of the Full Board Meetings and the annual meeting of the membership.
- D. Vacancies: Refer to Article V. Section 3A Term of Office

SECTION 9

TREASURER: The duties and responsibilities of the Treasurer shall include:

- A. To be responsible for the collecting and safeguarding of all funds of the ASSOCIATION.
- B. To be responsible for the distribution of all funds as authorized by the Board.
- C. To submit all financial records to the Board for audit, on call.
- D. To make regular financial reports to all regular meetings of the Board and of the members of the ASSOCIATION.
- E. To be properly bonded and/or audited at the discretion of the Board.
- F. To provide the President with a copy of all official correspondence sent and received.
- G. To serve as an Ex-Officio member (with vote) of the Finance Committee.
- H. To perform such other duties as provided by these bylaws or as commonly appertained to the office of Treasurer.

SECTION 10

PARLIAMENTARIAN: The duties and responsibilities of the Parliamentarian shall include:

- A. To ensure that all meetings of the Board and of the members of the ASSOCIATION are properly conducted.
- B. To act as custodian of the official ASSOCIATION book of Parliamentary Authority current version of, 'Robert's Rules of Order Newly Revised'.
- C. To serve as Chair of the Bylaws Committee.
- D. To perform such other duties as provided by these bylaws or as commonly appertained to the office of Parliamentarian.
- E. Vacancies: Vacancies should be referred to the Executive Committee who will make recommendation to the Bull Board at the next meeting for approval to fill an unexpired term.

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ARTICLE VII
EXECUTION OF INSTRUMENTS

SECTION 1

CONTRACTS: The Board may authorize, by resolution, within the limits and intent of the Articles of Incorporation and these bylaws, any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specifics.

SECTION 2

LOANS: No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specifics.

SECTION 3

CHECKS: All checks or drafts of order for payment of money issued in the name of the corporation shall be signed by the officer(s) as shall be determined by the Board of Directors.

SECTION 4

GIFTS: The Board of Directors may accept any contribution, gift, bequest or device for general purposes or for any special purpose of the ASSOCIATION.

ARTICLE VIII
COMMITTEES

SECTION 1

STANDING COMMITTEES: The following committees shall constitute the standing committees of the ASSOCIATION:

- A. Marketing and Communications Committee
- B. Member Benefits Committee
- C. Finance Committee
- D. Public Policy and Advocacy Committee
- E. Bylaws Committee
- F. Child Placing Agency Committee
- G. Residential Treatment Center and General Residential Operations Committee

SECTION 2

STANDING COMMITTEE RULES: The following rules shall govern all standing committees of the ASSOCIATION, except as otherwise provided in these bylaws,

- A. Members: Each standing committee shall have a minimum of three members.
 - 1. These members should represent the entire geographic area of the ASSOCIATION.
 - 2. At least one (1) Regional Agency Representative shall be requested to serve on each Standing Committee.
 - 3. The President of the ASSOCIATION is an ex-officio member (with vote) of all committees of the ASSOCIATION except for the election committee.
- B. QUALIFICATIONS: Refer to the Policy & Procedures Manual

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- C. **SELECTION OF MEMBERS:** The President, in conjunction with the Executive Committee, shall appoint the Chair of each of the standing committees.
1. Each Board member shall select to serve on two (2) standing committees.
- D. **REMOVAL:** Any Chair or member of standing and/or Ad Hoc committees may be removed from their position by the Executive Committee when in its judgment the best interest of the ASSOCIATION would be served thereby. Unexcused absences from two (2) consecutive meetings of a standing or Ad Hoc committee shall be adequate grounds to initiate removal of any Chair or member. The same guidelines as specified in ARTICLE IV SECTION 12 (Removal of a Director) should apply in the removal of a standing or Ad Hoc Committee Chair or member.
- E. **RESIGNATION:** The same guidelines as specified in ARTICLE V, SECTION 4 (Resignation) shall apply in the resignation of a standing or Ad Hoc Committee Chair or member.
- F. **QUORUM:** Those members of a standing or Ad Hoc committee, who are present at the call of any meeting of a standing or Ad Hoc committee, shall constitute a quorum for the transaction of business.
- G. **VOTING:**
1. A majority of those members present shall carry the question at any regular or special meeting of the committees.
2. To prohibit immediate family members (spouse, siblings, parents) from serving on a committee together, special notice will have to be taken of the ex-officio status of the President, in that except for the Executive Committee & the (Ad hoc) Election Committee; the President will be exempt from conflict under this provision for all other committees.
- H. **MEETINGS:** Standing and/or Ad Hoc committees shall have a regular meetings as designated by Committee Chairs
- I. **VACANCIES:**
1. Vacancies in the standing or Ad Hoc committee: Chairmanship shall be filled by the President (See Article VI, Section 1, C)
- J. **TERM OF OFFICE:** The term of office for all standing committee chairs and members is for one (1) year. No limit is set for consecutive terms in the same appointment as chair or member.
- K. **REPORTS:** The Chair of each standing committee shall be responsible for the maintenance of the record of work and meetings of the committee. The Committee chair, or designated representative, shall be prepared to present a written report to the 1st Vice President for the presentation at each Board meeting.

ARTICLE IX
BOOKS AND RECORDS

- A. The ASSOCIATION shall keep correct books and records of accounts and shall also keep minutes of the proceedings of its meetings of members, committees, all Board meetings and shall keep at the office of the Secretary a record of the names and addresses of the members of the ASSOCIATION who are in good standing and entitled to vote in matters pertaining to the ASSOCIATION.
- B. All requests to inspect the books or records must be made in writing, stating in at least general terms what materials are to be inspected. The party requesting the inspection must bear any expenses incurred by such inspection and such inspection shall be at a place determined by the Secretary and/or the Treasurer.

ARTICLE X.

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FISCAL YEAR

The fiscal year of the ASSOCIATION shall be set by the Board of Directors.

ARTICLE XI
AMENDMENTS

- A. These bylaws of the ASSOCIATION may be added to, amended, or repealed, in whole or in part, by a majority vote of the members of the ASSOCIATION who are present and voting at any regular and special meeting of the members of the ASSOCIATION; provided however, that written notice of intent to add to or repeal these bylaws in whole or in part has been sent to each member by publication (electronic or written) at least thirty (30) days prior to such meeting
- B. The Policy and Procedure manual needs a three-fourths ($\frac{3}{4}$) majority vote of the Full Board present at any regular scheduled meeting to add to, amend or repeal in whole or in part.

ARTICLE XII
EXECUTIVE COMMITTEE

SECTION 1

- A. VOTING MEMBERS: The Executive Committee shall include the following:
 - 1. President
 - 2.1st Vice President
 - 3.2nd Vice President
 - 4. Secretary
 - 5. Treasurer
 - 6. Parliamentarian
- B. NON-VOTING MEMBERS
 - 1. Executive Director
 - 2. DFPS State Office Officials

SECTION 2

GENERAL POWERS: The Executive Committee will take action on business of the ASSOCIATION between regular meetings.

- A. The Executive Committee will abide by the rules set forth for the Board of Directors in ARTICLE IV of these bylaws.
- B. The Executive Committee will take action to better execute and expedite the business of the ASSOCIATION that crosses committee lines.

ARTICLE XIII
EX-PRESIDENT ADVISORY BOARD

SECTION 1

MEMBERS: All Ex-Presidents of the ASSOCIATION are hereby made honorary members of this ASSOCIATION.

SECTION 2

DUTIES: This Board shall assume the following responsibilities:

- A. To bring recommendations and/or advise the Board on ways to improve the ASSOCIATION.
- B. To serve on the Election Committee at an ASSOCIATION Conference in an election year.

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C. To perform such other duties as provided by these bylaws or as directed by the President.