

# **Florida State Foster/Adoptive Parent Association, Inc.**

## **BYLAWS**

Approved by General Membership on 11/16/07 (Amended by General Membership on February 20, 2010)

### **Article I – Name**

The name of this association shall be the Florida State Foster/Adoptive Parent Association, Inc., referred to in these bylaws as the Association.

### **Article II – Purpose**

The purpose of the Association is:

1. To provide supportive services to all Foster/Shelter/Adoptive/Relative-Kinship Care Associations. Foster/Shelter/Adoptive/Relative-Kinship Care providers and Foster/Shelter/Adoptive/Relative Care/Independent Living Children in the State of Florida.
2. To take affirmative action as deemed necessary by the membership of the Association.
3. To improve conditions for the betterment of children, families, and the Foster/Shelter/Adoptive/Relative-Kinship Care systems.
4. To be the collective voice of all the Association's members.
5. To bring about better communication between Foster/Shelter/Adoptive/Relative-Kinship Care providers, their agencies and the public.
6. To provide a vehicle by which Foster/Shelter/Adoptive Parents, and Relative-Kinship Care providers can improve themselves and the quality of Foster/Shelter/Adoptive, and Relative-Kinship Care systems in Florida.

### **Article III – Membership**

Section I – Definition:

A. Foster/Shelter/Adoptive Parent and Relative-Kinship Care Provider shall be defined for the purpose of these Bylaws as a person licensed or recognized by the Department of Children and Families and/or Community Based Care agency to care for children in a family home, non institutional in character.

Section II – Types of Membership:

1. Regular Membership-Members are all licensed foster/Shelter Parents and/or Adoptive Parent and relative-kinship care providers in good standing in accordance with Florida Statutes. Regular members shall have the right to vote on all matters brought to the membership of the Association. Each shall receive all information and mailings about state/national activities of the Association. All members of the Association wishing to vote in the Annual election must complete a Voter Registration Form annually, due before the quarterly membership meeting in June.
2. Supporting Membership – members must be dues paid interested persons and/or organizations that support the purpose and efforts of the Association. The benefits of this membership include auditing meetings and receiving mailings. This membership does not include voting rights or individual membership enrollment for members of the supporting organization or agency.
3. Honorary Membership – This shall be awarded by a majority vote of the local association representatives with voting privileges, which are present at a regularly scheduled meeting. The benefits of this membership are the same as a regular member in good standing.
4. Local Associations – Local Foster/Shelter/Adoptive/Relative-Kinship Care Association membership is granted upon payment of dues and entitles the local Association to designate one representative to vote on behalf of that Association. This voting member must complete a Voter Registration form annually. The benefits of this membership include auditing meetings, receiving mailings and assistance from the President's Council. The President or designated Executive Board Member from each local Association will be a member of the President's Council and participate in meetings.

5. Corporate Membership – This membership is obtained by payment of established dues. The benefits of this membership include auditing meetings, and receiving mailings and announcements. This membership has no voting rights.

Section III – Membership Privileges: To receive all Florida State Foster/Adoptive Parent Association, mailings, announcements, and informational literature. Bylaws will be available either upon request (mail/internet) or on the FSFAPA website.

Section IV – Membership Year:

All Association members wishing to vote must be registered prior to the June quarterly meeting of the Association. This will afford them voting rights for one year. Members, appointed/nominated for an office, must be members in good standing prior to appointments/nominations. The membership year is not to be confused with the Association's fiscal year which is January – December, or the Associations contract year which is July –June.

Section V – Dues:

Annual dues for all types of membership will be determined and set by the Board of Directors of the Association and ratified by the members at the last quarterly meeting of the calendar year.

#### **Article IV – Board of Directors**

1. The Board of Directors shall consist of the Executive Committee, Regional Vice President's and all chairpersons of Standing Committees and Ad Hoc Committees. Spouses may not hold any board position concurrently.
2. The Executive Committee, the Regional Vice President's and the Standing Committees are voting members of this Board.
3. Ad Hoc Committee chairpersons are appointed by the President and voted on by the Board of Directors. Ad Hoc committees are temporary committees and the chairperson has no vote.
4. The advisor representing The Department of Children and Families and/or Community Based Care agencies are appointed by those agencies. They are non-voting members of this Board. Their role is limited to being the spokesperson between the Association and Department of Children and Families and/or Community Based Care agencies.
5. All advisors appointed by the President and voted on by the Board are non-voting. These members will act only as advisors.
6. Board members must be members as defined in Section I of these bylaws.

The Duties of the Board of Directors:

1. Attend all quarterly meetings of the Board and General Membership as well as participate on all monthly FSFAPA board and membership conference calls unless excused by the President.
2. Interprets and enforces the provisions of the bylaws, policies and standing rules of the Association.
3. Poll each member in good standing on matters of major Association policy before taking a position.
4. Act as an information center and research body regarding matters of resources, finances, education and legislative for new members and to disseminate such information.
5. Promote by attitude and action, constructive social action needed to bring about changes and improvements in child welfare system and legislation pertaining to children.
6. Provide a vehicle for communication among members, the Department of Children and Families, Community Based Care agencies, Association members and other interested parties.
7. Receive and consider all written reports, recommendations, and grievances submitted by children, members and the Department of Children and Families or Community Based Care agencies.
8. Submit appropriate responses to all parties concerned.
9. This Board is empowered to act for the Association as a whole.
10. The Board cannot delegate its decision making authority to a portion of the membership.

11. Each Director will be delegated a minimum of one standing committee to either chair or co-chair listed below:

- |                         |                          |                            |
|-------------------------|--------------------------|----------------------------|
| A) Adoption             | B) Advocacy              | C) By Laws/Parliamentarian |
| D) Community Based Care | E) Conference/Education  | F) FAST                    |
| G) Financial            | H) Fund Raising          | I) Grant Writing           |
| J) Independent Living   | K) Membership            | L) Newsletter              |
| M) Public Relations     | N) Relative Kinship Care |                            |

12. Ad Hoc Committees will be appointed as needed. Ad Hoc Committees include but are not limited to: Foster Awareness, Awards & Nominations.

**Article V – Executive Committee/Executive Board**

The executive authority and administrative function of the Association shall be invested in the Executive Committee (President, Executive Vice President, Secretary and Treasurer), and the Executive Board (Executive Committee and the Regional Vice Presidents) which shall be responsible for the management and property of the Association.

1. No officer shall be elected in the same position for more than 3 consecutive terms or 6 years.
2. If an officer does not have a current Foster Care license and/or is not an Adoptive Parent, they must resign their position.

Duties of the Executive Board/Executive Committee:

1. To promote by attitude and action, constructive social action needed to bring about changes and improvements in the child welfare system and in the legislation pertaining to children and families.
2. To enforce such rules and regulations as have been approved by the membership as necessary in furthering the interests and objectives of this Association.
3. To originate and disseminate ideas designed to further the purposes of the Association, and to receive requests for review of complaints concerning any aspect of Foster/ Shelter/Adoptive/Relative-Kinship Care, submitted in writing by any individual or local association.
4. To establish such committees as deemed necessary to further the goals of the Association.
5. To provide oversight for and manage the details of the DCF contract.

**Article VI – President’s Council**

The President’s Council shall be responsible for establishing a communication network between the Executive Board and the Local Foster/Shelter/Adoptive/Relative-Kinship Care Associations and shall advise the Executive Board of the concerns and opinions of their local Associations.

The Chairperson of the President’s Council shall be the Executive Vice President of the Florida State Foster/Adoptive Parent Association. Members of the Council shall include the Regional Vice Presidents and the current President or President’s designated representative of every local association with voting privileges.

This Council shall meet at each Florida State Foster/Adoptive Parent Association quarterly meeting. Regional Vice Presidents are encouraged to initiate meetings with local Associations within their region with the approval of the Florida State Foster/Adoptive Parent Association Executive Vice President.

Duties of President’s Council:

1. To facilitate a communication network to see that the needs of local associations are properly addressed at the State level, and to poll their membership on issues of major state policy to be acted upon by the Association between general meetings.

2. To provide supportive services to Foster/Shelter/Adoptive Parents and Relative-Kinship Caregivers.
3. To meet as the President's Council during each quarterly Association meeting to discuss the concerns of their local associations. This meeting is to be scheduled before the General Membership meeting.
4. Each local association representative of the President's Council shall submit a quarterly report to their Regional Vice President. If there is no Regional Vice President in their region the report should be submitted to the Association's Executive Vice President. All Regional Vice Presidents will submit a report to the Florida State Foster/Adoptive Parent Association Board of Directors and general membership at each quarterly meeting. The Associations Executive Vice President shall submit an overview of the President's Council quarterly meeting at the General membership meeting.

## **Article VII – Officers**

1. The executive officers of the Association shall be President, Executive Vice President, Secretary and Treasurer and the Regional Vice Presidents.
2. Officers must be regular members in good standing of the State Association for one year, with a record of at least 50% attendance at the Florida State Foster/Adoptive Parent Association's quarterly meetings; and service on either one FSFAPA committee for a period of one year or service on their local Association board for a period of at least one year. In addition, they will have provided a letter of recommendation from their local Association Board of Directors. Standard term of office is 2 years from January 1st. The office of President and Treasurer shall be nominated and elected in the even numbered years to begin serving in the odd year; and the office of Executive Vice President and Secretary shall be nominated and elected in odd numbered years, to begin serving at the beginning of the even year. This method makes it possible to maintain an experienced officer on the Board at all times. Regional Vice Presidents are appointed during the first year by the Executive Committee, thereafter to be elected by the membership for a two-year term. No executive officer may hold the same office for more than 3 consecutive terms, a maximum of 6 years.
3. At the request of the Executive Committee, an officer shall vacate his/her position if he/she has two unexcused absences from Association meetings.
4. In the event of a vacancy, the Executive Vice President will automatically assume the role of President. If other vacancies occur the President shall appoint someone and the Board of Directors will approve that individual by a majority vote till such time as that position is voted on by the membership.
5. The same person may not fill 2 offices for an entire term, only temporarily, till the next general meeting.

## **Article VIII – Duties of Officers**

All out going officers must forward all records and properties of the Association to the incoming officers on or before the date of the installation.

### **Section I – Duties of the President:**

1. To develop agendas for and to preside over all general and board meetings of the Association.
2. To be responsible for the general management/supervision of the affairs and operation of the Association.
3. To appoint the chairperson of all committees and present them to the Board of Directors for approval by vote and to serve as an ex officio member of those committees.
4. To cast the deciding vote in the event of any tied issues.
5. To officially and publicly represent the Association.
6. To perform such other duties as provided by these Bylaws or as commonly assigned to the office of President.
7. To sign contracts of obligations authorized by the Board of Directors.
8. Along with the Treasurer, and one other Board member, the President will co sign on checks, drafts, notes, and other payments of monies that are authorized by the Board of Directors.
9. To maintain order and decorum, to respond to parliamentary inquiries, points of order and to maintain impartiality at all meetings.

10. Must not comment on motions during the course of debates unless he/she first vacates the chair of President. He/she may respond to factual questions without vacating the chair. If he/she vacates the chair, he/she should not return to it until membership has disposed of the main motion.

#### Section II – Duties of the Executive Vice President:

1. To assume the duties of the President in the absence of the President.
2. To assume the office of President if the office is vacated during a regular term of office.
3. To chair the President's Council and report to the Board and the general membership the progress of the council.
4. To perform such other duties as provided by these Bylaws or as are commonly assigned to the office of Executive Vice President.
5. Coordinate and oversee the activities of the Regional Vice Presidents.
6. As requested, to assist in the development and growth of local associations.
7. To act as a chairperson to any area caucus comprised of county/district/region chapter officers or their designee.
8. To help plan local state, and national meetings of the association.

#### Section III – Duties of the Secretary:

1. Perform duties as provided by these Bylaws or as are commonly assigned to the office of the Secretary.
2. To record the minutes at all Association meetings, including Executive Board meetings and telephone conferences. Minutes should include:
  - A) Call to order, with time, date, location, and by whom.
  - B) List of Board Members who are present and/or absent.
  - C) Record present Ex-officio and anyone present by invitation.
  - D) Approval of minutes of last meeting.
  - E) Receive and record Officers' Reports: President, Officers, Standing Committees and Ad Hoc Committees
  - F) Old Business
  - G) New Business
3. To distribute printed copies of the minutes of the previous meetings to the Board of Directors as directed by the Executive Board and to those who the President might designate. Such minutes shall comply with the Revised Edition of Robert's Rules of Order.
4. To maintain current, accurate copies of all organizational documents such as Bylaws, Rules of Order and Standing Rules.
5. To file reports, noting their dates of presentation and their disposition.
6. To maintain and call the roll.
7. Provide the Standing and Ad Hoc Committee Chairs with a list of all committee members.
8. Draft minutes will be completed within ten (10) working days of any meeting and will be available for inspection by all Board members. Final minutes will be voted on at the next meeting.
9. To keep records of all newsletters published.
10. To keep record of receipts, tax letters and thank you notes sent out for donations and to record winners of special awards.
11. Keep a record of all correspondences sent and received.
12. Send a written notice of the time and place of each meeting to each member of the Board at least thirty (30) days prior to the date of a Board meeting. Notices sent electronically must allow for response from the recipient.
13. Send a notice of meeting and the agenda to the members at least thirty (30) days prior to the general membership meeting.
14. Responsible for maintaining, monitoring, and evaluating the Board Manual.
15. Maintain an updated email address list of all members in good standing when applicable.
16. Maintain any inventory control.

#### Section IV – Duties of the Treasurer:

1. To Collect and safeguard all funds of the Association.
2. To disburse such funds as authorized by the Executive Board for the standard operating expenses of the Association up to \$400. To be replenished as needed. An authorization for any purchase over the \$400 limit will require at least 4 affirmative votes from the Executive Committee, one of which must be the president. This may be done electronically provided the Treasurer is in receipt of the email response of the Executive Committee members. The rule of pre-authorizing spending over \$400 will not apply to conference expenses that do not exceed the budgeted amount.
3. To be bonded. The Association and the Insurance Company will provide bonding. Information on a newly elected Treasurer must be provided within thirty (30) days of election to replace the information on the insurance policy.
4. To keep accurate records of all financial transactions of the Association and report to the membership the current financial status of the Association at every quarterly meeting.
5. To prepare a report and mail to the State of Florida as required for contract monies on or before the 9th day of each month. If the 9th should fall on a Saturday or Sunday the report must be prepared and mailed before that date.
6. To Chair the Finance Committee and present an annual budget of the Association by the first quarterly meeting of the year.
7. To prepare an annual report to be audited by the Executive Board prior to the first meeting of the calendar year and to be presented to the membership at the first general membership quarterly meeting of the calendar year.
8. To maintain funds in a bank that operates statewide. Two separate accounts should be maintained: one for general funds and one for funds from the state contract. Each account should be set up to be accessed by the Treasurer, President and a third board member who is appointed to sign on checks by sharing the account number and password.
9. On or before the 15th of each month a monthly financial report must be sent to each member of the Board of Directors. This report should itemize all spending and deposits and show the balance of both accounts. This report may be done electronically if all members of the Board that has Internet connections are listed as recipients of the report. Any member that does not have an Internet connection should be mailed a report.
10. To perform other duties as provided by these Bylaws or as are commonly assigned to the office of Treasurer.
11. To co-sign on checks, drafts, notes and orders for payment of monies which have been duly authorized.
12. To sign and execute contracts in the name of the Association, authorized by the Board of Directors.

#### Section V – Duties of the Regional Vice-Presidents:

1. Vice-Presidents will be included as members of the Board of Directors with voting privileges. Regional Vice-Presidents represent various districts and zones as defined by the Board of Directors.
2. Promote the organizational efforts of the Association with their region
3. To serve on regional DCF or Community Based Care Committees as representatives of the Association as requested.
4. Along with the Executive Vice President, assist in the development and growth of the local associations within their region
5. Advocate for strengthening the child welfare system.
6. Upon request help organize events around Advocacy Day in Tallahassee (March); Social Work month locally (March); Child Abuse Prevention month-locally (April) Foster Care Month – locally (May); Adoption Month locally (November); and other events as deemed necessary.
7. Serve as member of the Membership Committee.
8. Maintain current knowledge of and promote state position/policies.
10. Prepare and submit quarterly reports to the Board of Directors and at each quarterly general membership meeting.

## **Article IX – Duties of Other Members of the Board of Directors**

### **Section I – Duties of Standing Committees:**

1. The duties of all Standing Committee Chairmen will be specified in the Association's Policy Manual that will be updated and voted on annually at the first quarterly general membership meeting of the calendar year.

### **Section II – Duties of Ad Hoc Committees:**

1. The need for a special temporary committee will be addressed and voted on at either a face-to-face board meeting or on a conference call. Since this is a temporary committee the duties of the committee will be noted in the minutes.

## **Article X – Meetings**

1. The membership of the Association shall meet quarterly during each calendar year.
2. The Secretary will mail notice of the general meetings to the membership thirty (30) days prior to each meeting. If mailed electronically, recipients must respond to the message by notifying the Secretary who will make a copy of the reply and keep it in the records.
3. Meetings shall be conducted in accordance with Robert's Rules of Order Revised.
4. Meetings are open to the general public, except in those circumstances where confidential discussion is of the utmost necessity, as provided by the law.
5. The Board of Directors and/or Executive Board may take action during a telephone conference. Such action shall be noted in a special memorandum placed in the minute book and shall be reported in the minutes for the next meeting.

## **Article XI – Voting Qualifications and Procedures**

### **Section I – Qualifications:**

1. A current year Voter Registration Form must be submitted prior to the quarterly general membership meeting in June before you can vote on any issues brought before the Association.
2. One vote is allowed per member in good standing who has a current Voter Registration Form on file.

### **Section II – Procedures:**

1. Voting may be by voice vote, show of hands, secret ballot, mailed ballot or electronic ballot.
2. A quorum is defined as 15% of registered voting members present at any meeting.
3. A quorum must be present for an issue to be called to a vote.
4. Decisions are made by a simple majority vote.

### **Section III – Nomination of Officers:**

1. Nominations are made to the Nominations Chair at the quarterly general membership meeting of the Association prior to the quarterly meeting in June. At this meeting nominations may also be made from the floor.
2. Nominees must be regular members in good standing of the Association for one year with a record of at least 50% attendance at the Florida State Foster/Adoptive Parent Association quarterly membership meetings, have served on a FSFAPA committee for one year and/or served on their local Association board for a period of one year; and have no spouse currently serving on the Board of Directors. Furthermore, they will provide a letter of recommendation from their local Association Board of Directors.
3. Within 30 days of accepting the nomination the candidate must present to the nomination chair a letter from their agency stating they are a licensed foster or adoptive parent in good standing with their agency and are of high moral conduct. This letter will be required each time a candidate is nominated.
5. In case of a sole nominee, he/she can be elected by acclamation by the Board of Directors.

#### Section IV – Election of Officers:

1. Election of officers must be by secret ballot.
2. No less than thirty (30) days prior to the last quarterly general membership meeting of the Association for the calendar year, ballots will be mailed to all members who have submitted Voter Registration Forms prior to the June quarterly general membership meeting. These ballots will be numbered and sent randomly so that no voting member can be identified. All ballot numbers will be recorded and numbers will be checked so that no ballot is duplicated.
3. Members can either mail their ballot or hand-carry them to the meeting. No ballots will be given out at the membership meeting.
4. At the meeting, the Nomination Chair will present the ballots and ask for three volunteers to help sort and count the ballots.
5. All ballots will be checked to assure that the envelope has not been tampered with and all numbers will be checked for duplication. Any ballots that are questionable will not be counted.
6. All ballots will be stored for each election for a period of four years.
7. The candidate with the greatest number of recorded votes wins.

#### Section V – Removal of Board Members:

1. Any or all of the Board of Directors may be removed for cause by vote of the Executive Committee or designated members in good standing or by action of the Board.
2. Any member of the Board of Directors whose actions and/or inactions do not conform to the standards and ideals of this Association, and which are a matter of written record, may be charged accordingly. Said member will be provided with a copy of such charges to request a meeting with the Board and the person(s) bringing the charges.
3. Upon receipt of such request the Board will convene within thirty (30) days to hold said meeting. The persons bringing the charges must be present before said meeting can commence. At the close of said meeting, the Board may take such actions as it deems necessary, including formal removal from office.
4. If no such meeting is requested, the Board will convene within forty-five (45) days of the receipt of charges to consider the charges. The persons bringing the charges must be present before such meeting may commence. Upon close of the meeting, the Board may take such action, as it deems necessary, including removal from office.
5. The Board must provide the charged member with a copy of the minutes from this meeting and its decision.
6. Any or all of the Board of Directors can be requested to relinquish their position when it is apparent that they are continually unable or unwilling to perform their job tasks. The Association minutes must reflect at no less than two times where the member of the Board has not given their required report or the minutes show that no effort has been put forth to perform their job. After the person is notified they will be given a grace period until the next quarterly membership meeting to perform. If no improvement is made the Board will vote for the persons removal at that next meeting.
7. Removal from office will occur for any position when the officer is not excused, and does not attend two meetings.

#### Section VI – Resignation:

1. Directors may resign at any time by giving written notice to the Board's President or Secretary of the Association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or such officers, and the acceptance of the resignation shall be necessary to make it effective.

#### Section VII – Abandonment of Office:

1. Any officer who fails to attend two (2) meetings, without a reasonable excuse given to the President, will be deemed to have abandoned the members' seat on the Board of Directors and will be automatically recommended for removal from the Board.

Section VIII – Vacancy on Board:

1. When there is a vacancy on the Board, the President shall bring forth an appoint to fill the vacancy to be confirmed by the Board of Directors.

**Article XII – Statement of Policy**

1. The Association shall be self-governing, non-profit, non-partisan and nonsectarian and shall not discriminate against any person because of sex, race, creed, religion or National origin.
2. The Association shall not engage in any activities or exercise any powers that are contrary to law or to the primary purposes of the Association.
3. The Association shall solicit and receive funds for the accomplishment and furtherance of the purposes of the Association.

**Article XIII – Standing Rules**

Section I – Purpose of Standing Rules:

1. Provide definition and clarification of terminology used in the Bylaws as interpreted by the Board of Directors.
2. Provide a means for establishing and updating policy and procedures, which requires change from time to time due to changing conditions, for efficient administration of this Association by the Board.

**Article XIV – Mode of Amendment**

The Bylaws of this Association may be added to, amended, or repealed, in whole or in part, by a majority vote of the voting members in good standing in attendance at any meeting of the Association; provided that notice of the intention to do so has been mailed to each member at least thirty (30) days prior to the scheduled meeting.

2. The Bylaws of this Association will be reviewed no less than once a year and if deemed necessary changes will be made.

**Article XV – Duration**

1. This Association shall continue perpetually unless dissolved. In the event of dissolution, the residual assets of the Association will be donated to one or more organizations of similar intent and interest or to the Federal state or Local government for exclusive public purpose, as chosen by membership votes. Said organization will be exempt as an organization described in section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code.

These Bylaws were passed by a majority vote on February 20, 2010 at the general membership meeting of the FSFAPA in West Palm Beach, Florida.

President \_\_\_\_\_ (Kimberly Hernandez)

Secretary \_\_\_\_\_ (Trudy Petkovich)