



BYLAWS

Of

FLORIDA

SkillsUSA, INCORPORATED

3030 Bulkley Place, EUSTIS, FLORIDA 32726

Herein are the Bylaws of the Articles of Incorporation of Florida SkillsUSA, Incorporated. The Bylaws explain the organizational structure and the operation of the Corporation.

Florida SkillsUSA, INCORPORATED BYLAWS

ARTICLE I

Name

Section 1: The name of the Corporation shall be the Florida SkillsUSA, Incorporated.

ARTICLE II

Purposes

Section 2: In furtherance of the educational purposes of the Corporation set forth in the Certificate of Incorporation, the Executive Board of Directors shall formulate policies and procedures for the issuance of charter(s) by the Corporation to Florida associations formed under the direction of the officials designated as the Executive Board of Directors.

Section 3: Florida SkillsUSA shall be a non-profit professional organization devoted to serving the skills and leadership development of students. Classes of membership in Florida SkillsUSA shall be:

1. Active
2. Professional
3. Honorary Life

The United States and Florida Departments of Education recognize the educational programs and philosophies of Florida SkillsUSA as being an integral part of vocational instruction and is considered to be co-curricular.

ARTICLE III

Executive Board of Directors

Section 1: The direction and management of the affairs, funds, and properties of the Corporation shall be vested in the Executive Board of Directors who shall pursue such policies and guidelines as shall be in accordance with the provisions of the Certificate of Incorporation, these Bylaws, and the laws of the State of Florida.

Section 2: The Executive Board of Directors of Florida SkillsUSA, Inc. shall consist of the six regional coordinators, three Teacher Advisors at large, two administrators, four industry representatives and one technology Coordinator. All of the members mentioned above shall have full voting rights.

- (a)** At regional contests, advisors shall elect Regional Coordinators to fill the positions of the Executive Board of Directors. Elections shall be held on odd years for regions I, III, V, and on even years for regions II and IV and VI.
- (b)** In case any member of the Executive Board of Directors shall, by death, resignation, incapacity to act, or otherwise, cease to be a member of the Board during his/her term, a successor shall be appointed by the Chairman of the Board of Directors to complete

the term of office of the member being replaced.

(c) A single term shall be defined as two years.

Section 3: The following shall be non-voting, *ex-officio*, members of the Executive Board of Directors:

The corporate member of Florida SkillsUSA representing the Florida Department of Education.

Section 4: The state director shall conduct day-to-day affairs under the general supervision of the chairman and Executive Board of Directors.

(a) The state director shall attend meetings as requested by the Executive Board of Directors and shall perform all other duties as may be assigned to him/her by the Executive Board of Directors.

(b) The State Director shall be employed/appointed by a three-fourths (3/4) vote of the Executive Board of Directors.

Section 5: A Regional Coordinator shall appoint a co-coordinator with approval from the regional steering committee. A co-coordinator shall attend the Executive Board meetings with full voting privileges in the absence of the regional coordinator and shall be reimbursed according to Article VII, Section 2.

A co-coordinator may attend all meetings and activities related to the Executive Board of Directors at his/her own expense, or the expense of his/her region with the exception of state conference for which there may be reimbursement according to Article VII, Section 2.

ARTICLE IV

Meetings of the Executive Board of Directors

Section 1: The Executive Board of Directors shall hold its organizational meeting at the beginning of the membership year. It shall also hold other meetings as needed.

Section 2: At all meetings of the Executive Board of Directors, the presence of not fewer than 50 per cent of the members shall constitute a quorum for the transaction of business.

Section 3: Special meetings of the Executive Board of Directors may be called by the Chairman or by a majority vote of the Executive Board members.

Section 4: A vote of the Executive Board of Directors may be taken by mail, telephone, Email or FAX at the discretion of the Chairman.

ARTICLE V

Officers

Section 1: The officers of the Corporation shall consist of:

Chairman
Vice Chairman
Secretary/Treasurer

(a) At the organizational meeting of the Board, a chairman, vice chairman, and secretary/treasurer shall be elected from the board's membership. An officer of the Executive Board of Directors may be elected by majority vote for a two-year term at the organizational meeting. An Officer of the Executive Board may be elected to successive terms without limits to the number of terms.

(b) The outgoing Chairman of the Board shall preside over the election of the new chairman

(c) Once the new Chairman is elected, he/she shall immediately assume the chair and preside over the election of the other officers, the appointment of committees, and other business of the organization.

(d) The Executive Board of Directors shall, at its discretion, appoint or employ or contract a state director, certified public accountant, attorney or others as required.

Section 2: The Chairman shall exercise general supervision over the affairs of the corporation pursuant to the policies and directives of the Executive Board of Directors and shall have all powers and duties inherent to the office of Chairman, including the power and duty of presiding over the meetings of the Florida SkillsUSA, Inc. Executive Board of Directors.

The chairperson or his/her designee shall sign all instruments in the name of and under the seal of the corporation.

Section 3: The Vice Chairman, in the absence or disability of the Chairman, shall exercise all the duties and powers of the Chairman in the management of the affairs of the corporation and, at all other times, shall have such duties as may be delegated to him/her by the Executive Board of Directors.

Section 4: The Secretary/Treasurer shall be charged with recording corporate minutes and shall exercise all duties inherent to the office of Secretary/Treasurer.

Section 5: The State director shall conduct its day-to-day affairs under the general

supervision of the Chairman and the Executive Board of Directors.

(a) The Secretary/Treasurer shall chair the audit committee and shall have the responsibility of working with the State SkillsUSA Director on matters dealing with the care and custody of funds, securities, properties, and other assets of the corporation.

ARTICLE VI

Protection of Funds

Section 1: Any officer or employee, designated by the Executive Board of Directors to act as Corporate Treasurer, shall furnish a bond in such form and with one or more sureties satisfactory to the Executive Board of Directors for the faithful performance of the duties of his/her office. The Corporation shall bear the cost of such bond(s).

Section 2: The funds of the corporation shall be entrusted to the State Director, Secretary/Treasurer, or person(s) designated by the Executive Board of Directors of Florida SkillsUSA, Inc. All drafts of the corporation will require a co-signature by designated parties and shall be subject to the draft of no other person(s). An audit committee appointed by the Chairman of the Board and chaired by the Secretary/Treasurer shall audit the books of account annually.

(a) The Executive Board of Directors shall approve any subsidiary accounts established by Florida SkillsUSA. The Executive Board of Directors shall approve draft signatures for these accounts. These accounts shall be audited as part of the annual audit.

(b) An annual budget for the Executive Board of Directors will be prepared by the State SkillsUSA Director, approved by the Executive Board of Directors, and presented at the first annual organizational meeting and submitted to the organization's audit chairperson.

(c) The Executive Board of Directors shall establish reasonable annual membership dues.

ARTICLE VII

Compensation of Officers and Employees

Section 1: The Executive Board of Directors shall be empowered to provide compensation to employees and others for actual services rendered to the corporation.

Section 2: The Executive Board of Directors and the Officer Trainer shall not receive compensation for their services, except expenses for attendance at meetings, conferences, workshops, conventions, or other related activities according to Florida SkillsUSA travel policy.

ARTICLE VIII

Fiscal Year

Section 1: The fiscal year of the Corporation shall be September 1 through August 31.

ARTICLE IX

Parliamentary Authority

Section 1: The most recently revised *Robert's Rules of Order* shall be the final authority for Florida SkillsUSA, Inc. on all questions of procedure and parliamentary law not covered by the bylaws of this organization.

Section 2: No rules or regulations shall be adopted which are contrary to the National or Florida SkillsUSA Constitutions and Bylaws.

ARTICLE X

Amendments

Section 1: These bylaws may be amended by the affirmative vote of three-fourths (3/4) of the members of the Executive Board of Directors at any meeting.