

1 **Bylaws of the**  
2 **North American Colleges and**  
3 **Teachers of Agriculture**

4 *Draft: May 2020*



5 **Article I**  
6 **Name**

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8 The name of this organization shall be the North American Colleges and Teachers of  
9 Agriculture. The letters NACTA may be used as the official acronym of the organization.

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11 **Article II**  
12 **Purpose**

13  
14 The purposes of this organization shall be to provide for all post-secondary educators of  
15 agricultural, environmental, natural, and life sciences a forum for discussion of  
16 questions and issues relating to the professional advancement, recognition, and support  
17 of agricultural instruction.

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19 **Article III**  
20 **Members**

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22 **Section 1. Active Membership**

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24 Active membership shall consist of regularly employed teachers of agricultural,  
25 environmental, natural, and life science subjects in institutions of higher education, or  
26 individuals employed by institutions or businesses that have an interest in and concern  
27 for higher education, support NACTA ideas, and who have paid their annual  
28 membership dues. Active membership includes voting rights in organization business.

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30 **Section 2. Student Membership**

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32 Student Membership shall consist of graduate students enrolled in a post-secondary  
33 institution and studying agricultural, environmental, natural, and life science subjects.  
34 Student members may participate in all aspects of the organization including business  
35 meetings and committees. Student members are not allowed to vote on business in  
36 committees or business meetings or hold office.

39 **Section 3. Institutional Membership**

40  
41 Institutional membership shall consist of institutions of higher education offering courses  
42 in agricultural, environmental, natural, and life sciences that have paid the annual  
43 membership dues. Institutions of higher education holding institutional membership shall  
44 receive one copy of each issue of the NACTA Journal. All regularly employed teachers  
45 of agricultural, environmental, natural, and life science subjects at the institution shall be  
46 eligible for the reduced membership dues for active membership in NACTA. Institutional  
47 membership of itself does carry voting rights.

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49 **Section 4. Lifetime Membership**

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51 Lifetime membership shall consist of all active members who have paid a lifetime  
52 membership fee or who have been awarded such status by the Executive Committee.  
53 Lifetime membership shall have all the rights and voting privileges of active members.

54  
55 **Section 5. Emeritus Membership**

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57 Emeritus membership shall consist of retired college or university teachers of  
58 agricultural, environmental, natural, and life sciences. They shall have all the rights and  
59 voting privileges of active members. Individuals become eligible for Emeritus  
60 Membership after a minimum of ten years as active members.

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62 **Section 6. Affiliates**

63  
64 Any state or area having a group of teachers of agriculture at the post-secondary level  
65 with 20 or more NACTA members may form an affiliate with NACTA. The purposes and  
66 the constitution of the affiliate must be in harmony with those of NACTA. Approval for  
67 affiliation is given by the Executive Committee. A copy of the bylaws of the affiliate must  
68 accompany the request for affiliation.

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70 **Article IV**  
71 **Officers and Organizational Leadership**

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73 **Section 1. Officers of the Organization**

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75 **A. Elected Officers**

76 **i. President**

77 An election for the office of President-Elect will be conducted by electronic  
78 vote prior to the annual meeting. In the event of a vacancy in the office of  
79 President, the President-Elect will assume the office of President. The  
80 President-Elect serves a one-year term then assumes the office of

81 President. The President is limited to one term of one-year or until their  
82 successor is elected. Upon completing a one-year term of office, the  
83 President will assume the office of Immediate Past President for a one-  
84 year term.

85  
86 **ii. Secretary/Treasurer**

87 An election for the office of Secretary/Treasurer will be conducted by  
88 electronic vote prior to the annual meeting in odd years. The  
89 Secretary/Treasurer shall serve a two-year term or until their successor is  
90 elected. The Secretary/Treasurer is limited to a maximum of two  
91 consecutive terms in the position.

92  
93 **iii. Regional Directors**

94 There shall be five Regional Directors, one each for the Western,  
95 Southern, Central, Eastern, and Canadian regions. An election for the  
96 Regional Directors will be conducted by electronic vote prior to the annual  
97 meeting. Elections for the Central and Canadian Regional Directors will  
98 take place in even years. Elections for the Western, Southern, and  
99 Eastern Regional Directors will take place in odd years. Regional  
100 Directors serve a two-year term or until their successor is elected.  
101 Regional Directors are limited to two consecutive terms in the position.

102  
103 **iv. Judging Conference Director**

104 An election for the Judging Conference Director will be conducted by  
105 electronic vote prior to the annual meeting in even years. The Judging  
106 Conference Director serves a two-year term and is limited to two  
107 consecutive terms in the position.

108  
109 **B. Appointed Officers**

110 The appointed officers of the organization shall be the Foundation Director,  
111 Historian, Journal Editor, and Parliamentarian. These officers shall be appointed  
112 by the Executive Committee. The terms of office shall be for one year or until  
113 their successors are appointed.

114  
115 **Section 2. Qualifications for Office**

116  
117 Active members are eligible to run for office. No member shall hold more than one  
118 elected office concurrently.

121 **Section 3. Nominations and Elections**

122

123 Election of the President-Elect, Secretary/Treasurer and Directors shall be carried out  
124 via electronic voting. The Nomination Committee shall prepare ballots and distribute  
125 information about the candidates to the membership at least 90 days prior to the annual  
126 meeting. NACTA members shall then have 30 days to submit their votes electronically.  
127 Election to office shall be by majority vote of members voting. If no candidate receives a  
128 majority of the ballots cast, a run-off election of the two candidates receiving the most  
129 votes will be conducted. NACTA members shall then have 15 days to submit their  
130 votes electronically in the run-off election. Newly elected individuals shall assume their  
131 offices at the close of the annual meeting.

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133 **Section 4. Vacancy**

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135 In the event of a vacancy in the office of President, the President-Elect will assume the  
136 office of President. If a vacancy occurs in any other office, the Executive Committee  
137 shall appoint a qualified member to fill the vacancy until the next annual meeting.

138

139 **Section 5. Removal from Office**

140

141 With the approval of the Executive Committee, the President may recommend that any  
142 Executive Committee member be removed from office by the following procedure: 1)  
143 reasons for the proposed action must be provided in writing to the member, 2) the  
144 member shall have 15 days in which to represent themselves at a meeting of the  
145 Executive Committee, 3) a two-thirds vote of the Executive Committee members  
146 present and voting is required to remove an officer. In cases where the officer in  
147 question is the President, any member of the Executive Committee may initiate the  
148 procedure for removal.

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**Article V**  
**Meetings**

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153 **Section 1. Annual Meeting**

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155 The North American Colleges and Teachers of Agriculture (NACTA) shall meet  
156 annually. The Executive Committee shall recommend the time and place of each annual  
157 conference. Final determination shall be made by members during the business  
158 meeting at the annual NACTA conference.

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161 **Section 2. Special Meetings**

162  
163 Special meetings may be called at the discretion of the Executive Committee. The  
164 purpose of the special meeting shall be stated in the call, which shall be sent to all  
165 members at least 15 days before the meeting.

166  
167 **Section 3. Quorum**

168  
169 Fifty (50) active members of the organization shall constitute a quorum for the annual  
170 meeting.

171  
172 **Section 4. Electronic Meetings**

173  
174 A. The Executive Committee, standing committees, and special committees are  
175 authorized to meet by telephone or web conference, or through other electronic  
176 communications media so long as all the members may simultaneously hear  
177 each other and participate during the meeting.

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179 B. The annual meeting may be conducted in a virtual setting if deemed necessary  
180 by the Executive Committee.

181  
182 **Section 5. Action without Meeting**

183  
184 The Executive Committee, any standing committee, or any special committee may act  
185 without a meeting if the action is taken by all members of the committee. The action  
186 must be evidenced by one or more written consents describing the action taken and  
187 signed by each committee member.

188  
189 **Section 6. Attendance by telephone**

190  
191 Members of a committee may participate in any meeting using telephone conference  
192 communication equipment by means of which all persons participating in the meeting  
193 can simultaneously hear each other. Such participation shall be at the discretion of the  
194 President or the committee chair and shall constitute presence at the meeting.

195  
196 **Article VI**  
197 **Executive Committee**

198  
199 **Section 1. Executive Committee's Duties and Powers**

200  
201 The Executive Committee shall have general supervision of the affairs of the  
202 organization between its business meetings.

203 **Section 2. Executive Committee Membership**

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205 The Executive Committee shall consist of the President, President-Elect,  
206 Secretary/Treasurer, five Regional Directors, Judging Conference Director, Foundation  
207 Director, Immediate Past President, Journal Editor, and Historian.

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209 **Section 3. Quorum of Executive Committee**

210

211 The presence of seven members of the Executive Committee shall constitute a quorum  
212 at its meetings. Non-voting ex-officio members are not counted when determining a  
213 quorum.

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215 **Section 4. Non-Voting Ex-Officio Members**

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217 All standing committee chairs, liaisons, and past presidents shall serve as non-voting  
218 ex-officio members of the Executive Committee.

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220 **Section 5. Executive Committee Meetings**

221

222 Meetings of the Executive Committee shall be held at least twice each year as called by  
223 the President.

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225 **Section 6. Electronic Meetings of the Executive Committee**

226

227 The Executive Committee shall be authorized to meet by telephone conference or  
228 through other electronic communications media so long as all the members can  
229 simultaneously hear each other and participate during the meeting.

230

231 **Article VII**  
232 **Committees**

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234 **Section 1. Educational Issues and Teaching Improvement Committee**

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236 Membership on the Educational Issues and Teaching Improvement Committee shall be  
237 open on a volunteer basis to all NACTA members in good standing. Members shall  
238 serve designated terms of three years and there is no limit on the number of terms.  
239 Chairs shall serve no more than two consecutive two-year terms, the first term as chair-  
240 elect and the second term as the chair.

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243 **Section 2. Educator Recognition Committee**

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245 Membership on the Educator Recognition Committee shall be open on a volunteer basis  
246 to all NACTA members in good standing. Members shall serve designated terms of  
247 three years and there is no limit on the number of terms. Chairs shall serve no more  
248 than two consecutive two-year terms, the first term as chair-elect and the second term  
249 as the chair.

250  
251 **Section 3. Experiential Learning Committee**

252  
253 Membership on the Experiential Learning Committee shall be open on a volunteer basis  
254 to all NACTA members in good standing. Members shall serve designated terms of  
255 three years and there is no limit on the number of terms. Chairs shall serve no more  
256 than two consecutive two-year terms, the first term as chair-elect and the second term  
257 as the chair. The Judging Conference Director shall serve as an ex-officio member of  
258 the committee with voting privileges.

259  
260 **Section 4. Foundation Advisory Committee**

261  
262 The Foundation Advisory Committee shall include: (a) Foundation Director serving as  
263 Chair; (b) NACTA President; (c) the last two Immediate Past Presidents; (c) two NACTA  
264 members appointed by the President and approved by the Executive Committee. The  
265 terms of the appointed NACTA members shall be staggered 2-year terms such that a  
266 member is appointed or reappointed annually.

267  
268 **Section 5. Global Engagement Committee**

269  
270 Membership on the Global Engagement Committee shall be open on a volunteer basis  
271 to all NACTA members in good standing. Members shall serve designated terms of  
272 three years and there is no limit on the number of terms. Chairs shall serve no more  
273 than two consecutive two-year terms, the first term as chair-elect and the second term  
274 as the chair.

275  
276 **Section 6. Journal Committee**

277  
278 Membership on the Journal Committee shall be open on a volunteer basis to all NACTA  
279 members in good standing. Members shall serve designated terms of three years and  
280 there is no limit on the number of terms. The Journal Editor shall serve as chair of the  
281 Journal Committee. Members of the Journal Committee serve as the Editorial Board for  
282 the NACTA Journal.

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285 **Section 7. Membership and Public Relations Committee**

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287 Membership on the Membership and Public Relations Committee shall be open on a  
288 volunteer basis to all NACTA members in good standing. Members shall serve  
289 designated terms of three years and there is no limit on the number of terms. The chair  
290 will be elected by the members of the committee. Chairs shall serve no more than two  
291 consecutive two-year terms, the first term as chair-elect and the second term as the  
292 chair.

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294 **Section 8. Nominating Committee**

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296 The Nominating Committee shall be composed of the two most recent past presidents  
297 of NACTA and three other members appointed by the President. The Immediate Past  
298 President shall chair the committee.

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300 **Section 9. Special Committees**

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302 The President shall have the authority to appoint any special committees to conduct the  
303 business of the organization as the need arises, or as directed by the Executive  
304 Committee or membership.

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307 **Article VIII.**  
308 **Indemnification**

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310 The Organization shall defend and indemnify any qualified person against any  
311 threatened, pending, or completed legal action resulting from actions taken in good faith  
312 on behalf of the organization. Qualified persons shall be present and former officers,  
313 employees, and officially elected or appointed members of boards, councils,  
314 committees, and other components of the Organization.

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316 Indemnification will not be provided to any person who shall be adjudged in a legal  
317 action to be liable for negligence or willful misconduct in the performance of duty, or  
318 when such person did not reasonably believe that the action was within the law and in  
319 the best interests of the Organization.

320

321 Indemnification shall cover cost of defense and any judgments, fines, and amounts paid  
322 in settlement actually and reasonably incurred by a qualified person, up to a limit of one-  
323 million dollars in any single case except in circumstances expressly prohibiting such  
324 limitation under the law. Such indemnification shall be in accordance with the  
325 established policy of the Organization.

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**Article IX.  
Restrictions on Activities**

**Section 1. Compensation**

No part of the earnings of the Organization shall inure to its members, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered in direct support of its purpose.

**Section 2. Political Activity**

No part of the activities of the Organization shall be directed towards influencing legislation or intervening in political campaigns.

**Article X.  
Dissolution of the Organization**

In the event of the dissolution of the Organization, the Executive Committee shall give all its assets to one or more nonprofit, tax-exempt organizations. If the Executive Committee cannot decide, the decision shall be made by the applicable Court in the State of West Virginia.

**Article XI.  
Parliamentary Authority**

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

**Article XII.  
Amendment of Bylaws**

Any proposed amendment not originating with the Executive Committee (a) must have the endorsement of at least five NACTA members; (b) must be presented in writing to the Secretary/Treasurer at least 30 days prior to the annual conference; and (c) shall be presented to the members with the recommendations of the Executive Committee. Proposed amendments to the bylaws shall be posted on the NACTA website at least 15 days prior to the annual conference and shall be presented to the members by the Executive Committee during the business meeting at the annual conference. Adoption of proposed amendments shall require the affirmative vote of two-thirds of the members voting at the annual conference.