Bylaws of the
North American Colleges and
Teachers of Agriculture

Revision Adopted: June 18, 2020
Last Amended: June 24, 2021

Article I
Name

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

Article II
Purpose

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

Article III
Members

Section 1. Active Membership
Active membership shall consist of regularly employed teachers of agricultural, environmental, natural, and life science subjects in institutions of higher education, or individuals employed by institutions or businesses that have an interest in and concern for higher education, support NACTA ideas, and who have paid their annual membership dues. Active membership includes voting rights in organization business.

Section 2. Student Membership
Student Membership shall consist of graduate students enrolled in a post-secondary institution and studying agricultural, environmental, natural, and life science subjects. Student members may participate in all aspects of the organization including business meetings and committees. Student members are not allowed to vote on business in committees or business meetings or hold office.

Section 3. Institutional Membership
Institutional membership shall consist of institutions of higher education offering courses in agricultural, environmental, natural, and life sciences that have paid the annual membership dues. Institutions of higher education holding institutional membership shall receive one copy of each issue of the NACTA Journal. All regularly employed teachers of agricultural, environmental, natural, and life science subjects at the institution shall be eligible for the reduced membership dues for active membership in NACTA. Institutional membership of itself does carry voting rights.
Section 4. Lifetime Membership
Lifetime membership shall consist of all active members who have paid a lifetime membership fee or who have been awarded such status by the Executive Committee. Lifetime membership shall have all the rights and voting privileges of active members.

Section 5. Emeritus Membership
Emeritus membership shall consist of retired college or university teachers of agricultural, environmental, natural, and life sciences. They shall have all the rights and voting privileges of active members. Individuals become eligible for Emeritus Membership after a minimum of ten years as active members.

Section 6. Affiliates
Any state or area having a group of teachers of agriculture at the post-secondary level with 20 or more NACTA members may form an affiliate with NACTA. The purposes and the constitution of the affiliate must be in harmony with those of NACTA. Approval for affiliation is given by the Executive Committee. A copy of the bylaws of the affiliate must accompany the request for affiliation.

Article IV
Officers and Organizational Leadership

Section 1. Officers of the Organization
A. Elected Officers
i. President
An election for the office of President-Elect will be conducted by electronic vote prior to the annual meeting. In the event of a vacancy in the office of President, the President-Elect will assume the office of President. The President-Elect serves a one-year term then assumes the office of President. The President is limited to one term of one-year or until their successor is elected. Upon completing a one-year term of office, the President will assume the office of Immediate Past President for a one-year term.

ii. Secretary/Treasurer
An election for the office of Secretary/Treasurer will be conducted by electronic vote prior to the annual meeting in odd years. The Secretary/Treasurer shall serve a two-year term or until their successor is elected. The Secretary/Treasurer is limited to a maximum of two consecutive terms in the position.
iii. Regional Directors
There shall be five Regional Directors, one each for the Western, Southern, Central, Eastern, and Canadian regions. An election for the Regional Directors will be conducted by electronic vote prior to the annual meeting. Elections for the Central and Canadian Regional Directors will take place in even years. Elections for the Western, Southern, and Eastern Regional Directors will take place in odd years. Regional Directors serve a two-year term or until their successor is elected. Regional Directors are limited to two consecutive terms in the position.

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

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

Section 2. Qualifications for Office
Active members are eligible to run for office. No member shall hold more than one elected office concurrently.

Section 3. Nominations and Elections
Election of the President-Elect, Secretary/Treasurer and Directors shall be carried out via electronic voting. The Nomination Committee shall prepare ballots and distribute information about the candidates to the membership at least 90 days prior to the annual meeting. The Nominating Committee shall be composed of the two most recent past presidents of NACTA and three other members appointed by the President. The Immediate Past President shall chair the committee. NACTA members shall then have 30 days to submit their votes electronically. Election to office shall be by majority vote of members voting. If no candidate receives a majority of the ballots cast, a run-off election of the two candidates receiving the most votes will be conducted. NACTA members shall then have 15 days to submit their votes electronically in the run-off election. Newly elected individuals shall assume their offices at the close of the annual meeting.

Section 4. Vacancy
In the event of a vacancy in the office of President, the President-Elect will assume the office of President. If a vacancy occurs in any other office, the Executive Committee shall appoint a qualified member to fill the vacancy until the next annual meeting.
Section 5. Removal from Office
With the approval of the Executive Committee, the President may recommend that any Executive Committee member be removed from office by the following procedure: 1) reasons for the proposed action must be provided in writing to the member, 2) the member shall have 15 days in which to represent themselves at a meeting of the Executive Committee, 3) a two-thirds vote of the Executive Committee members present and voting is required to remove an officer. In cases where the officer in question is the President, any member of the Executive Committee may initiate the procedure for removal.

Article V
Meetings

Section 1. Annual Meeting
The North American Colleges and Teachers of Agriculture (NACTA) shall meet annually. The Executive Committee shall recommend the time and place of each annual conference. Final determination shall be made by members during the business meeting at the annual NACTA conference.

Section 2. Special Meetings
Special meetings may be called at the discretion of the Executive Committee. The purpose of the special meeting shall be stated in the call, which shall be sent to all members at least 15 days before the meeting.

Section 3. Quorum
Fifty (50) active members of the organization shall constitute a quorum for the annual meeting.

Section 4. Electronic Meetings
A. The Executive Committee, standing committees, and special committees are authorized to meet by telephone or web conference, or through other electronic communications media so long as all the members may simultaneously hear each other and participate during the meeting.

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

Section 5. Action without Meeting
The Executive Committee, any standing committee, or any special committee may act without a meeting if the action is taken by all members of the committee. The action must be evidenced by one or more written consents describing the action taken and signed by each committee member.
Section 6. Attendance by telephone
Members of a committee may participate in any meeting using telephone conference
communication equipment by means of which all persons participating in the meeting
can simultaneously hear each other. Such participation shall be at the discretion of the
President or the committee chair and shall constitute presence at the meeting.

Article VI
Executive Committee

Section 1. Executive Committee’s Duties and Powers
The Executive Committee shall have general supervision of the affairs of the
organization between its business meetings.

Section 2. Executive Committee Membership
The Executive Committee shall consist of the President, President-Elect,
Secretary/Treasurer, five Regional Directors, Judging Conference Director, Foundation
Director, Immediate Past President, Journal Editor, and Historian, standing committee
chairs, liaisons, parliamentarian, and past presidents of NACTA.

Section 3. Executive Committee Members with Voting Privileges.
Executive Committee members with voting privileges include: President, President-
Elect, Secretary/Treasurer, five Regional Directors, Judging Conference Director,
Foundation Director, Immediate Past President, Journal Editor and Historian.

Section 4. Quorum of Executive Committee
The presence of a majority of the Executive Committee with voting privileges shall
constitute a quorum at its meetings.

Section 5. Executive Committee Meetings
Meetings of the Executive Committee shall be held at least twice each year as called by
the President.

Section 6. Electronic Meetings of the Executive Committee
The Executive Committee shall be authorized to meet by telephone conference or
through other electronic communications media so long as all the members can
simultaneously hear each other and participate during the meeting.
Article VII
Committees

Section 1. Educational Issues and Teaching Improvement Committee
Membership on the Educational Issues and Teaching Improvement Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. Chairs shall serve no more than two consecutive two-year terms, the first term as chair-elect and the second term as the chair.

Section 2. Educator Recognition Committee
Membership on the Educator Recognition Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. Chairs shall serve no more than two consecutive two-year terms, the first term as chair-elect and the second term as the chair.

Section 3. Experiential Learning Committee
Membership on the Experiential Learning Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. Chairs shall serve no more than two consecutive two-year terms, the first term as chair-elect and the second term as the chair. The Judging Conference Director shall serve as an ex-officio member of the committee with voting privileges.

Section 4. Foundation Advisory Committee
The Foundation Advisory Committee shall include: (a) Foundation Director serving as Chair; (b) NACTA President; (c) the last two Immediate Past Presidents; (c) two NACTA members appointed by the President and approved by the Executive Committee. The terms of the appointed NACTA members shall be staggered 2-year terms such that a member is appointed or reappointed annually.

Section 5. Global Engagement Committee
Membership on the Global Engagement Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. Chairs shall serve no more than two consecutive two-year terms, the first term as chair-elect and the second term as the chair.
Section 6. Journal Committee
Membership on the Journal Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. The Journal Editor shall serve as chair of the Journal Committee. Members of the Journal Committee may serve as the Editorial Board for the NACTA Journal. Editorial board members will be nominated by the Journal Editor and appointed by the Executive Committee of NACTA.

Section 7. Membership and Public Relations Committee
Membership on the Membership and Public Relations Committee shall be open on a volunteer basis to all NACTA members in good standing. Members shall serve designated terms of three years and there is no limit on the number of terms. The chair will be elected by the members of the committee. Chairs shall serve no more than two consecutive two-year terms, the first term as chair-elect and the second term as the chair.

Section 8. Annual Conference Committee
An annual conference committee will be responsible for ensuring that NACTA conducts an annual meeting. The committee will be chaired by the Immediate Past President and comprised of the following 8 individuals or their designees: Educational Issues and Teaching Improvement Committee Chair; Regional Director of Region Hosting Annual Conference; Educator Recognition Committee Chair; Associate Editor-Abstract Review; Public Relations/Membership Committee Chair; Secretary/Treasurer; Management Firm Representative; and Local Host Institution Representative.

Section 9. Special Committees
The President shall have the authority to appoint any special committees to conduct the business of the organization as the need arises, or as directed by the Executive Committee or membership.

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

Indemnification will not be provided to any person who shall be adjudged in a legal action to be liable for negligence or willful misconduct in the performance of duty, or when such person did not reasonably believe that the action was within the law and in the best interests of the Organization.
Indemnification shall cover cost of defense and any judgments, fines, and amounts paid in settlement actually and reasonably incurred by a qualified person, up to a limit of one-million dollars in any single case except in circumstances expressly prohibiting such limitation under the law. Such indemnification shall be in accordance with the established policy of the Organization.

**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

Section 1.
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.

Note:
These amended and revised bylaws have been adopted as the bylaws of the North American Colleges and Teachers of Agriculture on this 18th day of June, 2020 and shall be effective as of said date. These bylaws supersede and replace the NACTA Constitution and Bylaws approved January 2017. The bylaws were amended on June 24, 2021.