



Bylaws of the North American Colleges and Teachers of Agriculture

Revision Adopted: June 18, 2020

Last Amended: June 22, 2022

Article I

Name

The name of this organization will 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 will 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 will 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 will 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 will 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 will 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 will be eligible for the reduced membership dues for active membership in NACTA. Institutional membership of itself does carry voting rights.

44 **Section 4. Lifetime Membership**

45 Lifetime membership will consist of all active members who have paid a lifetime
46 membership fee or who have been awarded such status by the Executive Committee.
47 Lifetime membership will have all the rights and voting privileges of active members.

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49 **Section 5. Emeritus Membership**

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

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55 **Section 6. Affiliates**

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

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Article IV

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Officers and Organizational Leadership

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

66 **A. Elected Officers**

67 **i. President**

68 An election for the office of President-Elect will be conducted by electronic
69 vote prior to the annual meeting. In the event of a vacancy in the office of
70 President, the President-Elect will assume the office of President. The
71 President-Elect serves a one-year term then assumes the office of
72 President. The President is limited to one term of one-year or until their
73 successor is elected. Upon completing a one-year term of office, the
74 President will assume the office of Immediate Past President for a one-
75 year term.

76

77 **ii. Secretary/Treasurer**

78 An election for the office of Secretary/Treasurer will be conducted by
79 electronic vote prior to the annual meeting in odd years. The
80 Secretary/Treasurer will serve a two-year term or until their successor is
81 elected. The Secretary/Treasurer is limited to a maximum of two
82 consecutive terms in the position.

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88 **iii. Regional Directors**

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

98 **iv. Judging Conference Director**

99 An election for the Judging Conference Director will be conducted by
100 electronic vote prior to the annual meeting in even years. The Judging
101 Conference Director serves a two-year term and is limited to two
102 consecutive terms in the position.
103

104 **v. Standing Committee Chairs.**

105 Except as otherwise provided in the bylaws, an election for the standing
106 committee chairs will be conducted by electronic vote prior to the annual
107 meeting. Elections for the chairs of Educator Recognition and Global
108 Engagement Committees will occur in even years. Elections for the chairs
109 of Educational Issues and Teaching Improvement and Experiential
110 Learning Committees will take place in odd years. Standing committee
111 chairs serve a two-year term or until their successor is elected. Standing
112 committee chairs are limited to two consecutive terms in the position.
113

114 **vi. Finance Committee Members.**

115 Except as otherwise provided in the bylaws, an election for the Finance
116 committee members be conducted by electronic vote prior to the annual
117 meeting. One member will be elected to a two-year term each year and
118 serving until their successor is elected.
119

120 **B. Appointed Officers**

121 The appointed officers of the organization will be the Foundation Director,
122 Historian, Editor-in-Chief, Parliamentarian, and a member of the standing
123 finance committee. These officers will be appointed by the Executive
124 Committee. The terms of office will be for one year or until their
125 successors are appointed.
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127 **Section 2. Qualifications for Office**

128 Active members are eligible to run for office. No member will hold more than one
129 elected office concurrently.
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132 **Section 3. Nominations and Elections**

133 Election of the President-Elect, Secretary/Treasurer and Regional Directors, Standing
134 Committee Chairs and two finance committee members will be carried out via electronic
135 voting. The Nomination Committee will prepare ballots and distribute information about
136 the candidates to the membership at least 90 days prior to the annual meeting. The
137 Nominating Committee will be composed of the two most recent past presidents of
138 NACTA, and three other members appointed by the President. The Immediate Past
139 President will chair the committee. NACTA members will then have 30 days to submit
140 their votes electronically. Election to office will be by majority vote of members voting. If
141 no candidate receives a majority of the ballots cast, a run-off election of the two
142 candidates receiving the most votes will be conducted. NACTA members will then have
143 15 days to submit their votes electronically in the run-off election. Newly elected
144 individuals will assume their offices at the close of the annual meeting.

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146 **Section 4. Vacancy**

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

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151 **Section 5. Removal from Office**

152 With the approval of the Executive Committee, the President may recommend that any
153 Executive Committee member be removed from office by the following procedure: 1)
154 reasons for the proposed action must be provided in writing to the member, 2) the
155 member will have 15 days in which to represent themselves at a meeting of the
156 Executive Committee, 3) a two-thirds vote of the Executive Committee members
157 present and voting is required to remove an officer. In cases where the officer in
158 question is the President, any member of the Executive Committee may initiate the
159 procedure for removal.

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161 **Article V**
162 **Meetings**

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164 **Section 1. Annual Meeting**

165 The North American Colleges and Teachers of Agriculture (NACTA) will meet annually.
166 The Executive Committee will recommend the time and place of each annual
167 conference. Final determination will be made by members during the business meeting
168 at the annual NACTA conference.

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170 **Section 2. Special Meetings**

171 Special meetings may be called at the discretion of the Executive Committee. The
172 purpose of the special meeting will be stated in the call, which will be sent to all
173 members at least 15 days before the meeting.

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176 **Section 3. Quorum**

177 Fifty (50) members of the organization with voting privileges will constitute a quorum for
178 the annual meeting.

179

180 **Section 4. Electronic Meetings**

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

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

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189 **Section 5. Action without Meeting**

190 The Executive Committee, any standing committee, or any special committee may act
191 without a meeting if the action is taken by all members of the committee. The action
192 must be evidenced by affirmative written consent from each committee member with
193 voting privileges describing the action taken.

194

195 **Section 6. Attendance by telephone**

196 Members of a committee may participate in any meeting using telephone conference
197 communication equipment by means of which all persons participating in the meeting
198 can simultaneously hear each other. Such participation will be at the discretion of the
199 President or the committee chair and will constitute presence at the meeting.

200

201 **Article VI**
202 **Executive Committee**

203

204 **Section 1. Executive Committee's Duties and Powers**

205 The Executive Committee will have general supervision of the affairs of the organization
206 between its business meetings.

207

208 **Section 2. Executive Committee Membership**

209 The Executive Committee will consist of the President, President-Elect,
210 Secretary/Treasurer, five Regional Directors, Judging Conference Director, Foundation
211 Director, Immediate Past President, Editor-in-Chief, Historian, standing committee
212 chairs, liaisons, parliamentarian, and past presidents of NACTA.

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214 **Section 3. Executive Committee Members with Voting Privileges.**

215 Executive Committee members with voting privileges include: President, President-
216 Elect, Secretary/Treasurer, five Regional Directors, Judging Conference Director,
217 Foundation Director, Immediate Past President, Editor-in-Chief, Historian and standing
218 committee chairs.

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221 **Section 4. Quorum of Executive Committee**

222 The presence of a majority of the Executive Committee with voting privileges will
223 constitute a quorum at its meetings.

224

225 **Section 5. Executive Committee Meetings**

226 Meetings of the Executive Committee will be held at least twice each year as called by
227 the President.

228

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

230 The Executive Committee will be authorized to meet by telephone conference or
231 through other electronic communications media so long as all the members can
232 simultaneously hear each other and participate during the meeting.

233

234 **Article VII**
235 **Committees**

236

237 **Section 1. Purpose and Meetings of Standings and Special Committees.**

238 The purpose of committees is to support the NACTA Mission, Values, and Program of
239 Work through member involvement, and to provide for a strong and effective
240 governance system. Committee meetings may be held in person, telephonically, or
241 electronically. Any meeting will provide for communication among all committee
242 members synchronously.

243

244 **Section 2. Standing Committees**

245 The Standing Committees of NACTA include Educational Issues and Teaching
246 Improvement, Educator Recognition, Experiential Learning, Foundation Advisory,
247 Global Engagement, Annual Conference, and Finance. Additional standing committees
248 can be created by a unanimous vote of the Executive Committee.

249

250 **Section 3. Committee Composition and Membership.**

251 Except as otherwise provided in the bylaws, the membership will elect standing
252 committee chairs. Core committee members who will have committee voting privileges
253 will be solicited by the duly elected, respective committee chair with nominations for
254 appointment provided to the Executive Committee by the August Executive Committee
255 meeting of each year.

256

257 All committees will have a minimum of five core voting members with preference given
258 to NACTA regional representation when possible. Committees may have additional non-
259 voting members. All committee members should be NACTA members. A member of the
260 president's council as defined in the standing rules will be an ex-officio member of all
261 committees, but the president's council may appoint an Executive Committee liaison to
262 serve as that ex-officio member. The president's council representative will not be
263 counted in determining a quorum.

264

265 VII. 3.1 Terms. Except as otherwise provided in the bylaws, term of office will begin
266 upon appointment and conclude when a successor is appointed.
267

268 VII. 3.2 Foundation Advisory Committee: The Foundation Advisory Committee will
269 include: (a) Foundation Director serving as Chair; (b) NACTA President; (c) the last two
270 Immediate Past Presidents; (c) two NACTA members appointed by the President and
271 approved by the Executive Committee. The terms of the appointed NACTA members
272 will be staggered 2-year terms such that a member is appointed or reappointed
273 annually.
274

275 VII. 3.3 Annual Conference Committee. An annual conference committee will be
276 responsible for ensuring that NACTA conducts an annual meeting. The committee will
277 be chaired by the Immediate Past President and comprised of the following 8 individuals
278 or their designees: Educational Issues and Teaching Improvement Committee Chair;
279 Regional Director of Region Hosting Annual Conference; Educator Recognition
280 Committee Chair; Associate Editor-Abstract Review; Public Relations/Membership
281 Committee Chair; Secretary/Treasurer; Management Firm Representative; and Local
282 Host Institution Representative.
283

284 VII. 3.4 Finance Committee. The Finance Committee will be chaired by the
285 secretary/treasurer and voting members will include: the Foundation Advisory
286 Committee Chair, an appointed member by the President, and two at-large members
287 elected by the membership. At-large members will serve two-year terms with one
288 member elected annually by the membership.
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290 VII. 3.6 Committee Vacancies. Vacancies on a committee for the balance of the term
291 will be filled through appointed by the executive committee in consultation with the
292 respective committee chair.
293

294 **Section 3. Special Committees**

295 The President will have the authority to appoint any special committees to conduct the
296 business of the organization as the need arises, or as directed by the Executive
297 Committee or membership.
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299 **Article VIII.**

300 **Indemnification**

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302 The Organization will defend and indemnify any qualified person against any
303 threatened, pending, or completed legal action resulting from actions taken in good faith
304 on behalf of the organization. Qualified persons will be present and former officers,
305 employees, and officially elected or appointed members of boards, councils,
306 committees, and other components of the Organization.
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309 Indemnification will not be provided to any person who will be adjudged in a legal action
310 to be liable for negligence or willful misconduct in the performance of duty, or when
311 such person did not reasonably believe that the action was within the law and in the
312 best interests of the Organization.

313
314 Indemnification will cover cost of defense and any judgments, fines, and amounts paid
315 in settlement actually and reasonably incurred by a qualified person, up to a limit of one-
316 million dollars in any single case except in circumstances expressly prohibiting such
317 limitation under the law. Such indemnification will be in accordance with the established
318 policy of the Organization.

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320 **Article IX.**
321 **Restrictions on Activities**
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323 **Section 1. Compensation**

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

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328 **Section 2. Political Activity**

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

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332 **Article X.**
333 **Dissolution of the Organization**
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335 In the event of the dissolution of the Organization, the Executive Committee will give all
336 its assets to one or more nonprofit, tax-exempt organizations. If the Executive
337 Committee cannot decide, the decision will be made by the applicable Court in the State
338 of West Virginia.

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340 **Article XI.**
341 **Parliamentary Authority**
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343 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* will
344 govern the society in all cases in which they are applicable and in which they are not
345 inconsistent with these bylaws and any special rules of order the society may adopt.

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Article XII.
Amendment of Bylaws

Section 1. Notice Requirements

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) will be presented to the members with the recommendations of the Executive Committee. Proposed amendments to the bylaws will be posted on the NACTA website at least 15 days prior to the annual conference and will be presented to the members by the Executive Committee during the business meeting at the annual conference. Adoption of proposed amendments will require the affirmative vote of two-thirds of the members voting at the annual conference.

Section 2. No-Notice Amendments

Amendments to the bylaws presented with no notice to the membership can be adopted with 90% of the voting delegates voting for adoption.

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 will 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 22, 2022.