BYLAWS

of

SkillsUSA Kansas Youth Development Foundation
or the
SkillsUSA Kansas Association

SkillsUSA Kansas Office
1300 N Plum St.
Hutchinson, Kansas 67501

Herein are the Bylaws of the Articles of Incorporation of SkillsUSA Kansas Youth Development Foundation., amended Fall 2026. The Bylaws explain the organizational structure and the operation of the Corporation.

SkillsUSA KANSAS YOUTH DEVELOPMENT FOUNDATION BYLAWS

ARTICLE I
Name

Section 1: The name of the Association shall be SkillsUSA Kansas Youth Development Foundation, Inc

ARTICLE II
Purposes

Section 1: In furtherance of the educational purposes of the SkillsUSA Kansas Association, the Board of Directors shall formulate policies and procedures for the issuance of charter(s) by the Association to local chapters formed under the direction of the officials designated by the State agencies responsible for the administration of career and technical education or for supervision of the administration of career and technical education in the State as per State law. Hereafter known as the Kansas Department of Education Agency and the Kansas Board of Regents Agency.

ARTICLE III
Association Membership

Section 1: The SkillsUSA Kansas Association is a combined charter approved by the National Corporation, made up of both secondary and postsecondary students and have policies and procedures established by the SkillsUSA Kansas Board of Directors. State Charters shall be approved by the SkillsUSA Kansas Association Board of Directors.

Section 2: Application for charter membership shall be made in writing to the State Director of SkillsUSA Kansas Association, on the Charter Application form provided by the Association.

Section 3: No persons, except members of the Association in good standing, shall be entitled to vote at any annual or special meeting of the members, with the exception of the President as described in Article IV, Section 5. No Association member shall be in good standing whose chapter dues are in arrears. The Board of Directors may drop any chapter member from the roll of the Association for cause, or for nonpayment of the state association's dues.

Section 4: If the Kansas State Agency for Career and Technical Education fails to fulfill its responsibility of forming either a secondary or postsecondary state association after formal contact with the responsible agency, the Board of Directors may receive a request for charter of a state association from a consortium of career-technical administrators from that state. In such a case,

the Board of Directors, at its discretion, may approve a state association and designate responsible persons from that association to serve in the association's member positions.

Section 5: The State Director shall submit annually to the Board of Directors a list of the SkillsUSA Kansas Association members.

ARTICLE IV

Annual Meeting of Advisor Members

Section 1: The annual meeting of the members of the Association shall be held at such time and place, as the Board of Directors and the State Director shall designate. The State Director shall provide the members no less than 30 business days' written notice of the annual meeting.

Section 2: At all meetings of the members, presence in person or by proxy of at least one third of the members entitled to vote shall be necessary to constitute a quorum for the transaction of business. The affirmative vote of a majority of those present or represented by proxy at any meeting at which a quorum is present shall be necessary to carry any question.

Section 3: A member in good standing may vote in person or by proxy executed in writing.

Section 4: Special meetings of the members shall be held at such time and place, as the Board of Directors or the State Director shall designate. At least ten days' notice shall be given to the members of all special meetings.

Section 5: The President has one vote for the purpose of breaking ties on issues or elections regardless of the President's association membership.

ARTICLE V

Board of Directors

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

Section 2: The following administrative representatives shall be members of the Board of Directors:

a. Two (2) Representatives from the Kansas Department of Education, such as the Director or designee of Career Technical Education.

b. Two (2) Representatives from the Kansas Board of Regents, such as the Director or designee of Career Technical Education.

c. Two (2) Administrative Representatives:
   i. High School CTE Director or Administrator.
   ii. Hutchinson Community College Administrator

Section 3: There shall be seven (7) district representatives on the SkillsUSA Kansas Association Board of Directors, elected by the professional members of the Kansas Association, in good standing, at the annual Kansas Association meeting. If there are more than two candidates, the *preferential* ballot method will be used as described in *Robert's Rules of Order*. A majority vote is required using the preferential method. One representative shall be elected from each of the seven districts of Kansas, hereinafter specified.

(a) The aforementioned districts shall be constituted as follows:

1. District 1: West…to include all eligible programs in Cheyenne; Clark; Comanche; Decatur; Edwards; Finney; Ford; Gove; Graham; Grant; Gray; Greeley; Hamilton; Haskell; Hodgeman; Kearny; Kiowa; Lane; Logan; Morton; Meade; Ness; Norton; Pawnee; Rawlins; Rush; Scott; Seward; Sheridan; Sherman; Stanton; Stevens; Thomas; Trego; Wallace; and Wichita Counties.

2. District 2: North Central…to include all eligible programs in Clay; Cloud; Dickinson; Ellis; Ellsworth; Jewell; Lincoln; Mitchell; Osborne; Ottawa; Phillips; Republic; Rooks; Russell; Saline; Smith; and Washington Counties.

3. District 3: Northeast…to include all eligible programs in Atchison; Brown; Chase; Doniphan; Douglas; Franklin; Geary; Jackson; Jefferson; Lyon; Marshall; Morris; Nemaha; Osage; Pottawatomie; Riley; Shawnee; and Wabaunsee Counties

4. District 4: Wichita …to include all eligible programs in Butler; Cowley; Sedgwick and Sumner Counties

5. District 5: Kansas City …to include all eligible programs in Johnson; Leavenworth; Miami; & Wyandotte Counites

6. District 6: South Central…to include all eligible programs in Barber; Barton; Harper; Harvey; Kingman; Marion; McPherson; Pratt; Reno; Rice; and Stafford

Counties.

7. District 7: Southeast…to include all eligible programs in Allen; Anderson; Bourbon; Chautauqua; Cherokee; Coffey; Crawford; Elk; Greenwood; Labette; Linn; Montgomery; Neosho; Wilson; and Woodson Counties.

(b) At each annual meeting, the Association members shall elect a representative for a three-year term to fill the positions of district representatives as these become vacant upon the expiration of the terms of office as specified herein.

(c) No District Representative shall be eligible for service on the Board for more than two terms, except that any member who shall have been appointed by the Board of Directors to fill a vacancy for an unexpired term [as set forth in subsection (e) of this Article] shall be eligible for re-election for two full terms. Continuous term length for an elected board member is six years of service, unless appointed by the State Director.

(d) No District Representative shall hold office for the term(s) or time period for which they are elected and until a successor shall have been elected or appointed and qualified according to these Bylaws.

(e) In case any member of the 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 chosen by majority vote of the members of the Board remaining in office to serve until the next Corporation meeting at which time an election shall be held for a new term. Two consecutive unexcused absences from regular scheduled Board of Directors meetings shall constitute a member's resignation.

Section 4: There shall be five (5) business or organized labor representatives on the Board of Directors. These members shall be appointed as follows:

(a) Business or organized labor representatives shall be appointed by the State Director and/or the Board of Directors to become a member of the board at the annual meeting of the board in November.

(b) In case any member in this category 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 chosen by the Kansas SkillsUSA Director and presented to the board for a majority vote of the members of the Board remaining in office to serve the remainder of the unexpired term. Two regular consecutive unexcused absences from the Board of Directors, scheduled meetings, shall constitute a member's resignation.

(c) Positions in this category shall be approved by majority vote of the Board present at a duly called meeting.

Section 5: There shall be up to five (5) active alumni representatives of the SkillsUSA Kansas alumni foundation or active members based upon the volunteer or financial commitments made to SkillsUSA Kansas by their organization and their individual personal contribution of service or personal abilities to be brought to the Board of Directors. These members shall be appointed by the State Director and/or Board of Directors. These members shall be appointed as follows:

(a) Alumni representatives shall be appointed by the State Director and/or the Board of Directors to become a member of the board at the annual meeting of the board in November.

(b) In case any member in this category shall, by death, resignation, incapacity to act, or otherwise cease to be a member of the Board of Directors during his/her term, a successor shall be chosen by majority vote of the members of the Board remaining in office to serve the remainder of the unexpired term. Two consecutive unexcused absences from the Board of Directors regular scheduled meetings, shall constitute a member's resignation.

(c) Positions in this category shall be approved by majority vote of the Board of Directors present at a duly called meeting.

Section 6: There shall be up to five (5) non-voting members on the Board of Directors. These members shall be appointed by the Board of Directors. These members shall be appointed as follows:

(a) SkillsUSA Kansas State Director, hired to run the association. The term of the SkillsUSA Kansas State Director shall be the term of employment.

(b) One (1) student representative serving as Kansas State Officer. The term of the Kansas State Officers is one year.

(c) up to two (2) Kansas State Leadership and Skills Conference facility host representatives. The term of the facility host representatives shall be the term of usage of their facilities.

(d) One (1) board consultant. The term of the board consultant shall be appointed by the State Director and the Board of Directors.

Section 7: Newly elected or appointed officers of the Board of Directors shall assume their offices and duties at the closing gavel of the SkillsUSA Annual Advisor Meeting. All terms of office shall begin at this time.

Section 8: The Board of Directors may, by resolution adopted by a majority of the Board members in office, designate and appoint a committee composed of three members to have and exercise such powers of the Board of Directors as the Board may, by resolution, delegate to such committee.

Section 9: Any member of the Board of Directors shall be considered in good standing as long as the member meets the standards for membership as established by the Board of Directors.

Section 10: Any member of the Board of Directors can be removed or terminated reasons as follows:

(a) Any Board member may terminate his/her membership at any time upon delivery to the Secretary of this corporation, the effective date of such resignation.

(b) The Board of Directors at its option, may terminate any member for an infraction of the By-Laws, rules and/or regulations of this corporation, or for other good and valid reason.

(c) The Board of Directors may remove any Board member who fails to attend three (3) consecutive meetings. The procedure shall be to notify the Board member in question. Said person has the right to appeal the decision of the Board by presentation of, in person or in writing, valid reasons for said absences at the next regularly scheduled Board meeting. Failure to respond will constitute removal from the Board of Directors.

Section 11: The Board of Directors shall establish reasonable annual membership dues for its chartered state association.

Section 12: The Board of Directors shall attend annual quarterly meetings as set by the State Director and/or Board President.

Section 13: No member of this corporation, either regular or otherwise, shall be personally or otherwise liable for any of the debts, liabilities and/or obligations of this corporation.

ARTICLE VI

Meetings of the Board of Directors

Section 1: The President shall call an organizational meeting of the Board of Directors following the annual Advisors meeting.

(a) The President shall preside over the election of all board officers for the new fiscal year.

(b) The President may organize the board into committees for the work the Association.

(c) SkillsUSA Kansas Association Board of Directors will meet quarterly.

Section 2: At all meetings of the Board of Directors, the presence of not less than fifty percent plus one-member of the seated board members shall constitute a quorum for the transaction of business.

Section 3: Special meetings of the Board of Directors shall be held at such time and place, or by telephone or video conference call, or as the President or the State Director shall designate. Twenty-four hours written notice shall be given for all special meetings.

Section 4: A vote of the Board of Directors may be taken by mail, or e-mail, or conducted through video conference means.

ARTICLE VII

Board of Director Officers

Section 1: The officers of the Kansas Association shall consist of:

-- President
-- President Elect
-- Past President
-- Secretary
-- Treasurer
-- Association's State Director (ex-officio)
-- Association's Assistant (ex-officio)

(a) At the Board Annual meeting, a President, a Secretary and a Treasurer shall be elected from the Board's membership for a one-year term and may seek re-election.

(b) The President can serve for up to two consecutive terms and may be considered for re-election after leaving the position for at least one year.

(c) The Board of Directors, at its discretion, will appoint or employ a State Director and may approve an association treasurer and attorney.

(d) Ex-officio members may not hold an office.

Section 2: The Board President shall be elected from, and be a member of, the Board of Directors. The President shall exercise general supervision over the affairs of the association pursuant to the policies and directives of the Board of Directors and shall have all powers and duties inherent to the office of president, including the power and duty of presiding over the meetings of the corporation and the Board of Directors. The President may also appoint such Committee or Committees as may be authorized to be appointed by the Board of Directors, from time to time, and define the duties of such committees.

Section 3: The Board President Elect, in the absence or disability of the president, shall exercise all the duties and powers of the president in the management of the affairs of the association and, at all other times, shall have such duties as may be delegated to person by the Board of Directors. The President-Elect shall have oversight responsibilities for all committees of the Board and shall chair the Program Committee. President Elect will assume the role of Board President with the passing of the gavel at the summer ~~end of the July~~ Board of Directors Meeting.

Section 4: The Board Past President shall chair the Governance committee of the Board and work with the State SkillsUSA Director in the preparation of the report to the Board on the annual review of the Strategic Plan.

Section 5: The Board Secretary shall be charged with the care and keeping of the association records and minutes and shall exercise all duties inherent to the office of secretary. In the case of the secretary's absence, refusal or inability to act, the secretary's duties may be performed by any person who the Board of Directors appoint.

Section 6: The Board Treasurer shall chair the Finance Committee of the Board and work with the State Director to provide a quarterly report to the board. The treasure's duties shall be such as are implied by the name. In the case of the treasurer's absence, refusal or inability to act, the treasurer's duties may be performed by the State Director.

Section 7: The Kansas SkillsUSA State Director shall be the State Director of the Association have full power in the management and affairs of the Kansas Association of SkillsUSA under the direction of the Constitution for the Kansas Association of SkillsUSA with full authority to conduct its affairs under the general supervision of the President and the Board of Directors. The State Director shall sign all instruments in the name of and under the seal of the association, shall attend all meetings of the Board of Directors, shall give notice of all meetings of the association and the Board of Directors, and shall perform all such other duties as may be assigned to the State Director by the Board of Directors.

ARTICLE VIII

Board of Directors Committees

Section 1: The Standing committees of the Association shall be named Finance Committee, Governance Committee and Program Committee. Each committee shall keep regular minutes of their proceedings and report the same to the board when required. A copy of all committee minutes will be sent, within two weeks following the committee meeting to the President of the Board and the SkillsUSA Kansas State Director. Duties of each committee are as follows.

(a) Finance Committee: The Finance Committee will continuously monitor the financial reports of the SkillsUSA Kansas Youth Development Foundation. The committee will review investments, monitor budget reports, and propose adjustments in policy or actions needed to keep the SkillsUSA Kansas Youth Development Foundation financially strong. The committee will work with the State Director to develop an annual budget for approval by the board.

The Finance Committee may, from time to time, determine whether or not there shall be a membership dues increase or decrease for the state association. In the event of the need to change the fees or dues, this committee will recommend requirements to the Board.

(b) Governance Committee: From the governance standpoint, the Governance Committee will review issues related to how SkillsUSA Kansas Youth Development Foundation should be governed and

organized at the state, district and local levels. Issues related to the basic documents of the organization including, the student constitutions, articles of incorporation and bylaws, will be discussed by this committee and policy recommendations will be brought to the Board. Governance structure changes at all levels, as well as staff structures, will be the preview of this committee.

The committee may also conduct an annual review of the State Director's performance and report the advisors, Kansas Department of Education and the Kansas Board of Regents related to the State Directors employment regarding job descriptions, salary or incentive pay, benefits, personal objectives or future contractual arrangements. In the event of the need to change the State Director, this committee will recommend requirements to the Board and such state agency as appropriate.

(c) Program Committee: The Program Committee will review program issues and make recommendations to the board in the interest of the state association. Issues related to such programs as listed below or any other programs developed will be discussed by this committee and policy issues related will be brought to the board with recommendations. The committee will work with the State Director to develop an annual plan that will outline the program activities for the following year. This plan will include the priorities for the foundation for which finances must be raised.

Programs:

- Annual Advisor Professional Development Workshops
- New Lead Advisor Workshops
- Local Chapter Officer Workshops
- State Officer Candidate Boot Camp
- State Officer Development Workshops and Assignments
- District Officer Development
- Kansas Delegation Sessions
- Fall Leadership Conference
- SkillsUSA Kansas District Championships
- SkillsUSA Kansas State Leadership & Skills Conference

ARTICLE IX

Board of Directors Powers

Section 1: General Powers: The Board of Directors shall set the policy of the corporation, and subject to the restrictions imposed by law, by the Articles of Incorporation or by these By-laws, may exercise all the powers of the corporation.

Section 2: Specific Powers: Without prejudice to such general powers, it is hereby expressly declared that the Board of Directors shall have the following powers to wit:

(a) To make and change regulations not inconsistent with these By-laws and by the By-Laws and policies of national and SkillsUSA Kansas and the management of the corporation's business and affairs.

(b) If an officer or member becomes temporarily or permanently incapacitated, the Board of Directors, at their discretion may devolve their duties and powers to any other person being competent until such time said person shall be capable of resuming their position or until such time as an election is deemed necessary to fill the position on a permanent basis.

(c) The President of the Board of Directors may call a special meeting. A quorum shall constitute a simple majority of the membership of the Board of Directors.

(d) To pay for any property purchased by the corporation, either wholly or partly in money, bonds, debentures or other securities of the corporation.

(e) To borrow money and to make and issue notes, bonds and other negotiable and transferable instruments, mortgages, deeds of trust, trust agreements and to do every act and thing necessary to effectuate the same.

(f) To select and designate such bank or trust company, as they may deem advisable, as official depository of the funds of the corporation and to prescribe and order the manner in which such deposits shall be made and/or written.

Section 3: Compensation: Board of Directors members shall not receive any stated salary for their services as board members, by resolution of the Board, a fixed fee and expenses of attendance may be allowed for attendance at each meeting or a stipend for an appointed assignment by the State Director and/or Board of Directors. Nothing herein contained shall be construed to preclude any board member from serving the corporation in any other capacity and receiving compensation thereof.

ARTICLE X
Protection of Funds

Section 1: The SkillsUSA Kansas State Director shall have the care and custody of the funds, securities, properties, and other assets of the Association shall keep accurate books of accounts and shall perform duties in coordination with the Board Treasurer and as the Board of Directors may delegate.

Section 2: The funds of the Association shall be subject to the draft of the State Director,

(a) All checks, drafts, vouchers or other withdrawals of money from the Association will require co-signature by two of the designated parties and shall be subject to the draft of no other person(s).

(b) Any subsidiary accounts established by SkillsUSA Kansas shall be approved by the Board of Directors. Draft signatures for these accounts shall be approved by the Board of Directors.

Section 3: The Board shall maintain suitable and adequate records of and for the administration of the corporation. The Board can require submission to it any information, data, report or documents reasonably relevant to and suitable for the purposes of such administration.

ARTICLE XI
Compensation of Officers and Employees

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

Section 2: The officers and directors of the Association, with the exception of the State Director shall not receive salary for their services as such officers and directors; but expenses of attendance or appointed duties carried out may be paid to the Board of Directors, according to SkillsUSA travel and stipends policies.

ARTICLE XII
Property of the Corporation

Section 1: The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or members thereof or to the benefit of any private persons. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status und Section 501 (c) of the Internal Revenue Code.

ARTICLE XIII

Sponsorship or Donations

Section 1: This corporation may accept gifts, legacies, donations and/or contributions and in any amount and any form, from time to time, upon such terms and conditions as may be decided, from time to time, by the Board of Directors.

ARTICLE XIV

Political Endorsements

Section 1: This organization does not and will not participate directly or indirectly or intervene in political campaigns on behalf of or in opposition to any candidate for public office.

ARTICLE XV

Fiscal Year

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

ARTICLE XVI

Miscellaneous Provisions

Section 1: Principal Offices. The principal office shall be established and maintained in the City of Hutchinson, County of Reno, State of Kansas.

Section 2: Other Offices. Other offices of the corporation may be established at such places as the Board of Directors may designate for conducting the business of the corporation.

Section 3; Checks, Drafts, Notes. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation for all debts of the corporation shall be signed by two designated board members.

Section 4: Notice and Waiver of Notice. Whenever any notice is required by these By-Laws to be given, personal notice is not meant unless expressly so stated; and any notice so required shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed post-paid wrapper, addressed to the person entitled thereto at this last known post office address, and such notice shall be deemed to have been given on the day of such mailing. Any notice to be given under these By-Laws may be waived by the person entitled thereto.

ARTICLE XVI

Amendments to the By-laws

Section 1: These bylaws may be amended by the affirmative vote of a majority of the members of the Board of Directors.

(a) A proposed amendment must be presented to the SkillsUSA Kansas State Director sixty (60) days prior to the corporate annual meeting. Amendments shall be reviewed by the Governance Committee and then submitted to the members of the corporation prior to the annual meeting. Amendments shall be adopted by a two-thirds affirmative vote of the members present and voting at the annual meeting.

(b) Only such amendments shall be adopted as are in keeping with the purposes as stated in Article II, Section 1 of the Bylaws and the State constitution.

Bylaws of the Foundation

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