



BYLAWS

of

SkillsUSA Virginia Board of Directors

Herein are the Bylaws of the SkillsUSA Virginia Board of Directors September 15, 2021. The Bylaws explain the organizational structure and the operation of the Corporation.

SkillsUSA VIRGINIA BOARD OF DIRECTORS, BYLAWS

ARTICLE I

Name

Section 1: The official name of this organization shall be the SkillsUSA Virginia Board of Directors and may be referred to as the SkillsUSA Virginia Board, herein Board.

ARTICLE II

Purposes

Section 1: In furtherance of the educational purposes of the Corporation set forth in the Certificate of Incorporation, the Board shall formulate policies and procedures for the issuance of charter(s) by the Corporation to state associations formed under the direction of the officials designated by the Virginia Department of Education (VDOE), Office of Career, Technical, and Adult Education.

Section 2: The Board shall establish policies and procedures for the establishment of the SkillsUSA Virginia career and technical education student organization.

ARTICLE III

Membership

Section 1: All Board members must be a member in good standing with the SkillsUSA National Office. Membership is open to persons actively engaged in schools where trade and industrial education courses are functioning under the State Plan for Career and Technical Education or represent industries directly related to VDOE Trade and Industrial Education programs

Membership fees are established by the National SkillsUSA Office. Membership registrations shall be submitted to the National SkillsUSA Office, via the SkillsUSA website.

Section 2: The Board may drop any Board member from the roll of the Board for cause, or for nonpayment of the membership dues.

ARTICLE IV

Board of Directors

Section 1: The direction and management of the affairs, funds, and properties of the Virginia Association of SkillsUSA, Inc. shall be vested in the Board 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 Virginia.

Section 2: The following shall be members' ex-officio of the Board of Directors:

- The VDOE Trade and Industrial Education Specialist
- The SkillsUSA Virginia State Advisor
- The SkillsUSA Virginia Lead Officer Trainer

Section 3: Members of the Board shall hold office for the term(s) or time period for which they are appointed or elected and until a qualified successor is appointed or elected according to these Bylaws.

Section 4: No member of the Board shall be eligible for service on the Board for more than two consecutive terms, except that any member who is appointed by the Board to fill a vacancy for an unexpired term (as set forth in Section 5) shall be eligible for service on the Board for two full terms. Under no circumstances shall a member of the Board serve more than seven consecutive years.

Section 5: In case any member of the Board 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 Board meeting at which time an election shall be held for a new term. Two consecutive absences from the Board of Directors meetings shall constitute a member's resignation

Section 6: There shall be a minimum of four and a maximum of eight regional trade and industrial education representatives on the SkillsUSA Virginia Board, as stated in the SkillsUSA Virginia Constitution and Bylaws, appointed by the Trade and Industrial Education Specialist for a term of three years. One representative shall be selected from each of the eight VDOE Superintendent's Regions of Virginia, hereinafter specified.

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

Region 1 – Central Virginia				Region 5 – Valley		
Counties	Counties	Cities & Towns	Cities & Towns	Counties	Counties	Cities & Towns
Charles City	New Kent	Colonial Heights	Petersburg	Albemarle	Greene	Buena Vista
Chesterfield	Powhatan	Hopewell	Richmond	Amherst	Highland	Charlottesville
Dinwiddie	Prince George			Augusta	Louisa	Harrisonburg
Goochland	Surry			Bath	Nelson	Lexington
Hanover	Sussex			Bedford	Rockbridge	Lynchburg
Henrico				Campbell	Rockingham	Staunton
				Fluvanna		Waynesboro
Region 2 – Tidewater				Region 6 – Western Virginia		
Counties	Counties	Cities & Towns	Cities & Towns	Counties	Counties	Cities & Towns
Accomack	Northampton	Chesapeake	Poquoson	Alleghany	Henry	Covington
Isle of Wight	Southampton	Franklin	Portsmouth	Botetourt	Montgomery	Danville
James City (Williamsburg)	York	Hampton	Suffolk	Craig	Patrick	Martinsville
		Newport News	Virginia Beach	Floyd	Pittsylvania	Roanoke
		Norfolk	Williamsburg (James City County)	Franklin	Roanoke	Salem
Region 3 – Northern Neck				Region 7 – Southwest		
Counties	Counties	Cities & Towns	Cities & Towns	Counties	Counties	Cities & Towns
Caroline	Mathews	Colonial Beach		Bland	Russell	Bristol

Essex	Middlesex	Fredericksburg		Buchanan	Scott	Galax
Gloucester	Northumberland	West Point		Carroll	Smyth	Norton
King George	Richmond			Dickenson	Tazewell	Radford
King William	Spotsylvania			Giles	Washington	
King and Queen	Stafford			Grayson	Wise	
Lancaster	Westmorland			Lee	Wythe	
				Pulaski		
Region 4 – Northern Virginia				Region 8 – Southside		
Counties	Counties	Cities & Towns	Cities & Towns	Counties	Counties	Cities & Towns
Arlington	Madison	Alexandria		Amelia	Greensville	
Clarke	Orange	Falls Church		Appomattox	Halifax	
Culpeper	Page	Manassas		Brunswick	Lunenburg	
Fairfax	Prince William	Manassas Park		Buckingham	Mecklenburg	
Fauquier	Rappahannock	Winchester		Charlotte	Nottoway	
Frederick	Shenandoah			Cumberland	Prince Edward	
Loudoun	Warren					

- (b) The trade and industrial education regional representative that make up the Board shall be divided equally between Chapter Advisors and CTE Administrators with no more than one Advisor or Administrator per region.
- (c) Equal representation for the regional trade and industrial education representative positions shall be given to business and industry

Section 7: There shall be a minimum of four and a maximum of eight business and industry representatives on the Board. These members shall be appointed as follows:

- (a) Each term shall be for two years
- (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 majority vote of the members of the Board remaining in office to serve the remainder of the unexpired term. Two consecutive absences from the Board meetings shall constitute a member's resignation.
- (c) Members in this category shall be elected by majority vote of the full Board present at a duly called meeting.
- (d) Members appointed shall:
 - o represent their respective organizations with the full knowledge and endorsement of their company or union. Travel related expenses are expected to be paid by the member's company or union.
 - o be selected based upon the volunteer or financial commitments made to SkillsUSA by their organization and their individual personal contributions of service or personal abilities to be brought to the Board.

- represent industries directly related to VDOE Trade and Industrial Education programs.

Section 8: There shall be an appointed representative from the SkillsUSA Virginia Alumni Association on the Board. This member shall be appointed as follows:

The State Advisor or Trade and Industrial Education Specialist may appointment an alumni member who is in good standing.

Section 9: Newly elected or appointed members of the Board shall assume their offices and duties at the first annual July meeting. All terms of office shall begin at this time.

Section 7: The Board 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 as the Board may, by resolution, delegate to such committee.

ARTICLE VI

Meetings of the Board of Directors

Section 1: An organizational meeting of the Board shall be called by the outgoing President within 30 days of the July Board meeting.

- (a) The outgoing President shall preside over the election of all Board officers for the New Year.
- (b) The new President may begin immediately to organize the new board into committees and for the work of the next year.

Section 2: At all meetings of the Board, 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.

Section 3: Special meetings of the Board of Directors shall be held at such time and place, or by telephone conference call, as the President and the State Advisor shall designate. Ten days' notice, in writing, shall be given of all special meetings.

Section 4: Emergency Board meetings may be called without prior notice when the following conditions exist:

- The President, Trade and Industrial Education Specialist, and the State Advisor agree a meeting is needed.
- A vigorous attempt is made to contact all members of the Board.
- A quorum is secured for the meeting.

Section 5: A vote of the Board may be taken by mail, e-mail, or FAX at the discretion of the President and the State Advisor. Board members absent from meetings may be surveyed; however, surveys will only count as opinion and not as a vote.

ARTICLE VII

Officers

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

- President

- President-Elect
- Secretary

- (a) At the annual July Annual meeting of the Board, a President-Elect and a Secretary shall be elected from the Board's membership for a one-year term.
- (b) The President-Elect will become President of the Board the following year and therefore the office of the President of the Board is not eligible to seek re-election for a second term as stated in Article IV Section 4.
- (b) The Board of Directors shall, at its discretion, appoint or employ an Attorney, Corporate Treasurer, or an Executive Secretary.
- (c) Ex-officio members may not hold an office.
- (d) The Board shall be empowered to appoint standing committees:
 - Governance
 - Nominating
 - State Leadership and Skill Conference
 - Planning and logistics
 - Special Committees

Section 2: The President shall exercise general supervision over the affairs of the Board pursuant to the policies and directives of the Board 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 SkillsUSA Virginia and the Board.

Section 3: The 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 Board and, at all other times, shall have such duties as may be delegated to him/her by the Board.

Section 4: The Secretary shall be charged with the care and keeping of the Board records and minutes and shall exercise all duties inherent to the office of Secretary.

Section 5: Assigned duties to the State Advisor are given to have full authority to conduct the affairs under the general supervision of the President and the Board. The State Advisor shall sign all instruments in the name of and under the seal of SkillsUSA Virginia and the SkillsUSA Virginia Board of Directors, shall attend all meetings of the Board, shall give notice of all meetings of the Board, and shall perform all such other duties as may be necessary to fulfill the duties and requirements of the mission of SkillsUSA Virginia and the SkillsUSA Virginia Board of Directors.

Section 6: The Executive Committee of the Board shall consist of:

- President
- President-Elect
- Secretary

- Trade and Industrial Education Specialist
- State Advisor

ARTICLE VIII
Protection of Funds

- Section 1:** The State Advisor shall present a budget to the Board for approval at the first meeting of the fiscal year.
- Section 2:** The State Advisor, if required by the Board, any other officer or employee, shall furnish a bond in such form and with one or more sureties satisfactory to the Board for the faithful performance of the duties of his/her office. The Board shall bear the cost of any such bond(s).
- Section 3:** The funds of SkillsUSA shall be subject to the policies and procedures of the institution that has been awarded the contract by the VDOE for the SkillsUSA Virginia State Advisor position and associated activities.
- (a) The State Advisor shall present a third party finding of a review of the years expenditures in relation to the approved budget at the annual Board meeting at the Virginia Association for Trade and Industrial Education Summer Professional Development Conference.

ARTICLE IX
Amendments

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