

The Constitution & By-Laws
of the Florida Foreign Language Association, Inc.
An affiliate of the American Council on the Teaching of Foreign Languages
Amended October 19, 2014

ARTICLE I. NAME AND PURPOSE

This organization shall be known as the Florida Foreign Language Association, Inc. It shall be a non-profit educational organization devoted to the teaching, use, and study of foreign languages and cultures. It shall provide professional development and support to its' members.

ARTICLE II. MEMBERSHIP AND DUES

Section 1. Any person interested in the teaching, use, or study of any foreign language or culture may become a member and continue membership by paying such dues as shall be prescribed.

Section 2. College students who are studying foreign languages or cultures may become student members.

Section 3. Annual dues for membership shall be determined by a majority vote of the board of directors. Student and retired members' dues shall be one-half of those of regular members. Dues shall be for a twelve month period. Dues must be paid by June 1 each year. Past Presidents and Executive Directors pay no annual dues and are members for life.

Section 4. Any organization whose main goal is the study of foreign languages may request affiliation with the Florida Foreign Language Association, Inc.

ARTICLE III. OFFICERS AND DIRECTORS

Section 1. The officers of the Association shall be: a President, a President-Elect, a Past-President, an Executive Director, a Parliamentarian, an Advocacy Chair, an Awards Chair and a Recording Secretary. The officers shall constitute the Executive Committee of the organization.

Section 2. The President-Elect shall be elected each year. Nominations are made at the general membership meeting in October. Voting will take place electronically in November. Results will be reported on the FFLA website.

Section 3. The governing body of the Florida Foreign Language Association, Inc. shall be a Board of Directors consisting of President, Past-President, President-Elect, Executive Director, Advocacy Chair, Parliamentarian, Awards Chair, and Recording Secretary; twelve Regional Directors; the Presidents (or appointed representatives) of the associated organizations which have been granted representation; a representative of the State

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Department of Education; and up to three members of the host committee of that year's conference. The Board must ensure representation of university, junior college, and K-12 levels of education, and/or maintain a balance of language areas on the Board.

Section 4. An Executive Director shall be selected by a committee of board members and approved by a majority vote of the entire board whenever a vacancy occurs.

Section 5. The President shall appoint a Recording Secretary and a Parliamentarian for one-year terms. The Parliamentarian is considered a member of the board but may not vote.

Section 6. The President shall appoint an Advocacy Chair and an Awards Chair from among the existing members of the Board of Directors. They shall serve two year terms and are eligible for reappointment.

Section 7. Regional Directors shall be appointed by the President-Elect from applications submitted by those interested in serving. Regional Directors will serve terms of two years and may be reappointed. Eligibility for Regional Directors shall be determined by their place of residence in the region designated by the Board of Directors. There will be one director for each region with the number of Regional Directors not to exceed twelve. Vacancies will be announced on the website as they become available. Applications will be accepted via e-mail to the President Elect no later than September 1 each year. Even numbered regions will become vacant on even numbered years and odd numbered regions will become vacant on odd numbered years. All interested FFLA members in good standing, including incumbents, may apply for the positions. Appointments will be announced on the FFLA website and at the general membership meeting in October.

ARTICLE IV. POWERS AND PROCEDURES

Section 1. The President shall preside over meetings of the Association, shall appoint committees whose election is not otherwise specified, may be a member of all committees, and shall advise the committees and officers of the Association. The President shall appoint a qualified member to any office, which may be vacated before the expiration of the term of that office; such appointment shall run until the next annual meeting of the Association. The President shall become the Past-President following his/her term of office as President, and shall remain as a member of the Board of Directors for one year.

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Section 2. The President-Elect shall act for the President in case of the latter's absence or disability. He/She shall succeed to the Presidency upon the death or resignation of the President.

Section 3. In the event that the President-Elect is unable to assume the office of President, a special election shall be held for the office of President of the Association at the annual meeting of the Association. In which case, the Board of Directors shall appoint an interim President-Elect.

Section 4. The President-Elect shall become President beginning with the board meeting held at the end of the second annual conference following his/her election as President-Elect and shall serve as President in coordinating the annual conference and other presidential responsibilities.

Section 5. The Executive Committee shall be empowered to fulfill the executive functions of the Board of Directors and shall be responsible for implementing the Articles and By-Laws of the Constitution and Policies and Procedures of the Association.

Section 6. The Executive Director shall collect, disburse, and account for all monies, and maintain all permanent records (fiscal, membership, convention, and all official correspondence which includes: IRS affairs, State of Florida, and non-profit status of the Association) and shall present such records as required by the Board of Directors. Financial statement reports shall be distributed at each meeting of the Board of Directors as well as at the annual meeting of the Association. Any expenditures exceeding \$500.00, with the exception of those expenditures necessary for the running of the Association, shall be subject to the approval of the Executive Committee. The Executive Director may have other duties as assigned by the Board.

Section 7. The Board of Directors shall have charge of those Associations affairs not assigned specifically by the Constitution to any office or committee.

Section 8. The names of the appropriate members of the Executive Committee of the Florida Foreign Language Association, Inc. (Article 3 Section 1) are filed with the IRS.

Section 9. The Parliamentarian shall assist the President in all matters concerning interpretation of the Articles of the Constitution, interpretation of the By-Laws and recommendations for appropriate change or addition to the Constitution or By-Laws. He/She shall be expected to attend all meetings of the Executive Committee, as well as meetings of the full Board of Directors, and the annual business meeting of the Association.

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Section 10. Members of the Executive Committee and the Board of Directors are expected to be at every Association meeting. In the event that a member misses two consecutive meetings, the Board reserves the right to appoint an interim representative for the remainder of his/her term.

ARTICLE V. COMMITTEES

Committees may be appointed based on current needs. Committee members shall be chosen from the Board of Directors or from FFLA members in good standing.

ARTICLE VI. MEETINGS

Section 1. An annual Fall Conference and Business Meeting shall be held at a time and place determined by the President and the Executive Committee.

Section 2. The Board of Directors shall meet a minimum of four times annually. Meetings may be held electronically.

Section 3. Other meetings may be called by the President provided notice is given to each Board member at least 15 days prior to such meetings. The President may call an Executive Committee meeting at any time.

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BY-LAWS

Section 1. Eligibility for office: Any member of the Florida Foreign Language Association, Inc. in good standing is eligible for a position of officer or as a member of the Board of Directors. Eligibility for the Regional Directors shall be determined by their place of residence in the regions designated by the Board of Directors.

Section 2. The Florida Foreign Language Association, Inc. encourages the formation of, and affiliation with statewide non-profit organizations with a professional interest in language and the teaching of languages. Any such organization wishing to affiliate shall make an application in writing to the Board of Directors, and upon acceptance by the majority of the Board, the organization shall become an affiliate of FFLA. (Article II, Section 4)

Section 3. [Http://www.ffla.us](http://www.ffla.us) shall be the official website of the Association. <https://www.facebook.com/ffla.languages> is the official Facebook page of the Association.

Section 4. Amendments to the Constitution and By-Laws must be submitted to the Parliamentarian by any member or group of members for presentation at a Board meeting of the Association. Proposed amendments must be published before a vote can take place. The Constitution may be amended at any annual business meeting by a two-thirds vote of the members present and in good standing, and, upon approval shall become effective immediately.

Section 5. Additional By-Laws deemed necessary in furthering the purpose of the Florida Foreign Language Association, Inc. may be adopted at any annual business meeting by a majority of the members attending. The repeal of any By-Laws shall be a two-thirds vote of the members who are in good standing and present at the annual meeting.

Section 6. In the event that FFLA, Inc. ceases to exist as an association, any funds remaining after all obligations have been paid will be donated to the Southern Conference on Language Teaching (SCOLT).

Approved at the General Membership Meeting of the Florida Foreign Language Association
on October 19, 2014.

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