

CHAPTER ARTICLES OF ORGANIZATION

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URGENCY

We understand the pressing importance of improving the foster care system—as a whole and for each individual child. We draw on this urgency to fuel our inspiration and passion for supporting the well-being of people in and from foster care.

INNOVATION

We value new ideas and creativity in improving the lives of people who share the foster care experience, and we promote the multiple areas of perspective and expertise brought by our members and our allies.

INTEGRITY AND ACCOUNTABILITY

Our organization constantly follows the highest ethical standards and is accountable to alumni and our allies for meeting our mission with integrity. Additionally, we hold those who are responsible for practice and policy in child welfare to the highest standards and support them in meeting those standards.

DIVERSITY

We appreciate and honor our differences and do not tolerate discrimination of any kind. We value multiple perspectives and create a culture where our differences are an asset.

COLLABORATION

We cannot accomplish our mission alone. We support connections and collaboration within the alumni community and with other individuals and organizations by building meaningful and effective partnerships. We maintain our autonomy from child welfare organizations in order to promote true collaboration.

HOPE

We consistently function with hopefulness and optimism about people in and from foster care, as well as the system itself. We bring the love we have for people who share the foster care experience to inspire and motivate our efforts every day.

ARTICLE I, SECTION 3 501(c)(3) STATUS; LOBBYING AND ADVOCACY

1.3.1 501(c)(3) Status. No FCAA chapter or any member of FCAA on behalf of such chapter or FCAA as a whole shall participate in any activity that would jeopardize FCAA's 501(c)(3) status.

1.3.2 Political Activities: No FCAA chapter or any member of FCAA on behalf of such chapter or FCAA as a whole shall participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

1.3.3 Chapter-level Lobbying: Subject to and in compliance with the FCAA Chapter Policies and Procedures, a chapter may engage in activities in an attempt to influence legislation pending at the local or state level within the territorial boundaries of the chapter by grassroots lobbying or otherwise; provided, however, that in no case will such activities be a substantial part of the chapter's activities. No chapter may engage in activities in an attempt to influence legislation pending at the national level or local or state level outside the territorial boundaries of the chapter without the advance, express, consent of FCAA national with the Executive Director's written authorization.

1.3.4 Chapter-Level Advocacy. Subject to and in compliance with the FCAA Chapter Policies and Procedures, a chapter may engage in advocacy at the state and local level within the territorial boundaries of the chapter, including advocacy at state administrative agencies, analyses of social problems affecting foster care alumni and youth in care,

providing technical advice or assistance and other activities as defined in the Policies and Procedures. No chapter may engage in advocacy at the national level without the advance, express consent of FCAA national with the Executive Director's written authorization.

ARTICLE I, SECTION 4

1.4.1 Dedication of Assets: All funds and property of any kind received and/or held by this chapter or any sub-units thereof, from any and all sources are assets of FCAA and committed exclusively to charitable uses. All such funds and/or property are irrevocably dedicated to charitable uses consistent with FCAA Articles of Incorporation and the mission and purposes set forth herein. Any and all expenditure by a chapter shall be consistent with the FCAA Chapter Policies and Procedures and the instructions of Foster Care Alumni of America. No part of the assets of this chapter or any chapter of Foster Care Alumni of America may, upon dissolution or other termination or winding up of the chapter, inure to the benefit of any private person or individual or any member of this chapter or of FCAA.

ARTICLE I, SECTION 5

1.5.1 Chapter Membership: Any person over the age 18 who is a member of Foster Care Alumni of America may become a member of this chapter. Chapter members who are alumni of foster care as defined in the FCAA Policies and Procedures shall be designated as "Alumni Members." All others shall be designated as "Ally Members." "Active Members" of this chapter are those Alumni and Ally Members who attend the greater of two or one-third of the chapter's general meetings each fiscal year. To maintain good standing as a chapter, a least sixty percent (60%) of a chapter's Active Members shall be Alumni Members. For the first two fiscal years after a chapter is established, all chapter members shall be deemed Active Members.

1.5.2 Chapter Membership General Meetings: Each chapter of FCAA must have at least three general meetings each fiscal year. General meeting shall be called by one or more of the Officers of the chapter or by any six or more Active Members on at least ten (10) days written notice specifying the time, place and purposes of the meeting. The chapter will decide what constitutes a quorum for purposes of voting at a meeting. No matter requiring a vote of Active Members may be acted upon at a meeting unless such a quorum is present. Proxy voting shall not be permitted. Chapters shall maintain a record of attendance and record minutes at each meeting and provide these records to FCAA as provided in the FCAA Chapter Policies and Procedures..

1.5.3 Youth Attendance: Chapters that choose to engage youth (those under the age of 18) as guests in meetings and/or events must comply with FCAA Chapter Policies and Procedures for youth participation. Youth participants must have written permission for participation from a custodial agent and must have chaperones that have been approved by the custodial agent present with them at FCAA meetings and events.

ARTICLE II CHAPTER VOTING AND ELECTION OF OFFICERS

ARTICLE II, SECTION 1

2.1.1 Chapter Elections: The membership of each chapter of Foster Care Alumni of America shall elect at least 3 members who will serve as its Officers. Each Officer will be elected for a term of one year.

2.1.2 Method of Nomination: Subject to the FCAA Chapter Policies and Procedures, a chapter shall adopt a process for nomination of Active Members to serve as Officers; provided that such process shall provide a reasonable opportunity for any member to nominate an Active Member for election as an Officer. In addition, at a reasonable time prior to any election, each member shall be notified of the nomination process.

2.1.3 Method of Election: The election of a chapter's officers shall take place annually at a general meeting called in accordance with Section 1.5,2 at which the election of Officers is a stated purpose of the meeting and a quorum is present. All Active Members shall be entitled to vote in the election of Officers and the member receiving a plurality of votes shall be elected. The results shall be made available to the membership as soon as the ballots have been counted.

2.1.4 Removal of Chapter Officers: A chapter officer may be removed from his or her position by vote of a majority of Active Members at a general meeting called for that purpose at which a quorum is present.

2.1.5 Vacancies: Any vacancy occurring in a chapter's officer team may be filled for the unexpired term by a vote of the majority of Active Members at a general meeting called for that purpose.

2.1.6 Voting on Other Matters. A chapter may establish policies for voting on other matters.

ARTICLE III CHAPTER OFFICERS AND REPRESENTATIVES' DUTIES

ARTICLE III, SECTION 1

3.1.1 Chapter Officer Duties: Each chapter shall determine the titles and duties of each elected officer and shall submit these to FCAA national. Required officer duties include compliance with FCAA reporting policies (regarding chapter activities, income and expenses, volunteer hours, and membership), receipt and distribution of FCAA information and materials, serving as a primary liaison between FCAA national and the chapter, and other duties as outlined in the FCAA Chapter Policies and Procedures.

3.1.1 Chapter Delegates: A chapter shall appoint delegates to attend national and/or regional chapter meetings or other official meetings within or without Foster Care Alumni of America. The chapter may appoint such delegates from the chapter's general membership or from the officer's team itself. No one may speak on behalf of any FCAA chapter unless that person has been approved by the chapter as a delegate and/or that he or she has been authorized to serve as a chapter spokesperson on the particular topic or proceeding.

3.1.2 **Reports and Compliance with Policies and Procedures.** A chapter's officers are responsible for providing FCAA national with the reports required by the FCAA Chapter Policies and Procedures and for ensuring chapter compliance with those policies and procedures.

ARTICLE IV COMPENSATION OF CHAPTER MEMBERS

ARTICLE IV, SECTION 1

4.1.1 **Compensation:** All FCAA chapters are volunteer based. No chapter member in any chapter capacity may receive financial or material compensation for his or her participation in any FCAA chapter from chapter funds.

ARTICLE IV, SECTION 2

4.2.1 **Expenses:** Out-of-pocket expenses incurred by a chapter member or officer which are directly related to the work of the chapter may be reimbursed to the member by FCAA national (or from the chapter's petty cash fund) subject to the expense being an approved expense. These procedures are outlined in the FCAA Chapter Policies and Procedures.

ARTICLE V DISPUTES AND CONFLICTS OF INTEREST

ARTICLE V, SECTION 1

5.1.1 **Disputes:** If a disagreement arises within a chapter's membership or within a chapter committee's membership that cannot be resolved by good faith discussion, the disagreement shall be referred to a majority vote of the chapter's Active Members at a general meeting called for that purpose. Any disagreements arising between two chapters shall be referred to the Chapter Committee and/or Executive Director of Foster Care Alumni of America for action planning and resolution. A chapter shall establish a process whereby non-Officer members can add dispute items to the agenda of a general meeting.

ARTICLE V, SECTION 2

5.2.1 **Conflict of Interest:** Any FCAA member or group of members must disclose to the chapter officers (or in the case of an officer(s) to FCAA national) any financial or strategic interest that they may have that pertains to activities of Foster Care Alumni of America. If the chapter or FCAA national, as the case may be, determines that such member has or group of members have a conflict of interest, those members shall refrain from acting on any decision pertaining to that interest.

ARTICLE VI CHAPTER FINANCES

ARTICLE VI, SECTION 1

6.1.1 **Fund Raising:** All chapter fund raising must be consistent with the policies, procedures and controls instituted by FCAA as set forth in the FCAA Chapter Policies and Procedures and this section 6.1.1. A chapter may make appeals to people attending meetings or events for voluntary contributions or donations, but no chapter of FCAA may charge any type of chapter membership dues. Any solicitation of funds from FCAA members by email or direct mail must be approved by FCAA national in advance. Subject to the FCAA Chapter Policies and Procedures, an FCAA chapter may (i) solicit funding from corporations, businesses and groups, (ii) apply for grants, and (iii) charge members and the public for chapter and FCAA merchandise.

ARTICLE VI, SECTION 2

6.2.1 Management of Chapter Funds: All funds and property of any kind received and/or held by an FCAA chapter and/or any its sub-units are assets of Foster Care Alumni of America. Such funds and property shall be managed in a manner consistent with FCAA Policies and Procedures. All FCAA funds, including chapter funds and other assets, shall be maintained in specifically recorded income and expense account designated for the FCAA chapter's purposes.

6.2.2 Reporting: The designated chapter officer(s) shall submit monthly financial statements with original receipts of all moneys spent and received by the chapter to FCAA national by the 15th of each month.

6.2.3 Responsibility: A chapter's officer team is responsible for the control and spending of all chapter funds and management of any chapter property. Disagreements as to how to raise or spend chapter funds should be decided by a majority vote of the chapter's Active Members at a chapter general meeting called for that purpose. All control and spending of a chapter's funds must be consistent with all policies specified in the FCAA Policies and Procedures or other instructions of FCAA.

6.2.4 Prohibitions: Neither an FCAA chapter, nor any sub-unit or member thereof shall have the authority to borrow money or rent, lease, or own real estate. Additionally, no FCAA chapter shall have the authority to hire or engage any employees or retain any contractor for any purposes without prior approval from FCAA national with the FCAA Executive Director's written authorization.

6.2.5 Chapter Dissolution: In the event that an FCAA chapter ceases to operate as a chapter, all assets of the chapter shall immediately be provided to FCAA national.

ARTICLE VII CHAPTER DISSOLUTION: WITHDRAW, REVOCATION, SUSPENSION AND PROBATION

ARTICLE VII, SECTION 1

7.1.1 General: An FCAA chapter's charter may be suspended, revoked, or such a chapter may be put on probation based on a good faith determination by the FCAA Chapter Committee and/or Board of Directors that the chapter has engaged in conduct materially prejudicial to the interests of FCAA, has engaged in activities that are illegal or immoral, or has violated any policy, procedure and/or Article of Organization which governs chapters, A chapter may voluntarily withdraw from FCAA in accordance with the procedures set forth in Section 7.2.2.

7.1.2 Ramifications of Probation: An FCAA chapter whose charter has been put on probation may still operate normal chapter business, however, it must also follow any and all operational instructions as set forth by Foster Care Alumni of America's Chapter Committee and/or FCAA Board of Directors at the time of the probation is set.

7.1.3 Ramifications of Suspension: An FCAA chapter whose charter has been suspended may not conduct any FCAA business or hold any FCAA meetings during the period of suspension. The name Foster Care Alumni of America may not be used, no delegate may be authorized or permitted to speak on behalf of the chapter, and all external chapter activities must cease.

7.1.4 Ramifications of Revocation: An FCAA chapter whose charter has been revoked must immediately cease from operating under Foster Care Alumni of America name and shall shut down its website. All FCAA property and assets must be returned within 10 days to FCAA national, including, but not limited to all moneys, assets, letterhead, banners, literature, merchandise, etc.

ARTICLE VII, SECTION 2

7.2.1 Procedures: If grounds appear to exist for probation, suspension, or revocation of a chapter's charter under Section 1 of this Article, the FCAA Executive Director will convene the Chapter Committee to make recommendations to the FCAA Board of Directors. Should the Chapter Committee determine that action is necessary; the Executive Director shall notify the FCAA Board of Directors in writing of the proposed action, and the procedures below will be followed:

- a. The chapter shall be given fifteen (15) days prior notice of the proposed action and the reasons therefore. Notice shall be given by any method reasonably calculated to provide actual notice and shall include a proposed date on which the proposed action shall become effective.
- b. The chapter shall be given an opportunity to be heard, either orally or in writing, before the effective date of the proposed action. The hearing shall be held, or the written statement considered by the FCAA Chapter Committee, At the conclusion of its considerations, the Chapter Committee shall confirm, revise or withdraw its recommendation for action to the Board of Directors.
- c. The Board of Directors shall promptly consider the recommendation of the Chapter Committee and shall make the final decision at to the appropriate action, if any, to be taken. As appropriate, the Board of Directors may request additional information from the Chapter Committee or chapter prior to making its final decision. Except in the event of an emergency or as otherwise decided by the Board of Directors, no probation, suspension or revocation shall be come effective until the Board of Directors has made a final decision as provided in this Section 7.2.1. The decision of the FCAA National Board of Directors shall be final.

7.2.2 Emergency Temporary Suspension. The Executive Director may suspend a chapter's charter pending completion of the procedures outlined in Section 7.2.1 in any case in which he or she deems such temporary suspension to be in the best interests of FCAA. A chapter will be notified of a temporary suspension in writing by the Executive Director and shall immediately suspend activities as provided in Section 7.1.3.

7.2.2 Chapter Withdraw from Chapter Status: A chapter whose Active Members wish to withdraw from FCAA chapter status must follow the outlined procedure:

- a. The chapter shall notify its Active Members of a general meeting called for the purpose of voting upon a voluntary withdrawal from membership at least thirty (30) days prior to the date of the meeting. FCAA national shall be provided with a copy of such notice. This notification shall include the reasons for the proposed action.
- b. The chapter shall act on the decision of the majority vote of its Active Members at the scheduled meeting. The chapter shall consider any oral and/or written statements made by FCAA national during deliberations prior to the vote.
- c. If the Active Members determines that the chapter will withdraw from FCAA chapter status, all organizational assets must be returned within 10 days to FCAA national and the chapter must immediately cease operating under the Foster Care Alumni of America name.
- d. FCAA reserves the right to initiate a new chapter in that region after a vote to withdraw by the existing chapter.

ARTICLE VIII AMENDMENT TO ARTICLES OF ORGANIZATION

8.1 Amendment of Articles. These Articles of Organization may be amended by FCAA from time to time as determined necessary or desirable to the interests of the organization as a whole. A chapter shall be promptly notified of any such amendment and the effective date thereof. Once effective, such amendment shall be incorporated into and become a part of the Articles of Organization governing each chapter.

8.2 Procedure for Amendment. An amendment to these Articles of Organization may be proposed by FCAA national, the Board of Directors, or the Chapter Committee. The proposed amendment shall first be submitted to the Chapter Committee for consideration and the Chapter Committee shall have ninety (90) days thereafter to recommend adoption of, revise or reject the proposed amendment. The action of the Chapter Committee shall be referred to the Board of Directors which shall make a final decision whether to amend the Articles of Organization and if so, the form of such amendment.