**CONSTITUTION OF THE**

**VERMONT FEDERAL EXECUTIVE ASSOCIATION**

**ARTICLE I**

**NAME**

This organization shall be known as the Vermont Federal Executive Association (VTFEA) and is hereinafter referred to as the VTFEA.

**ARTICLE II**

**PURPOSE**

The VTFEA is a voluntary organization for the purpose of improving operations of the federal service through exchange of information and the interchange of ideas and experiences. The primary objectives of the VTFEA are:

a. To bring together executive and leadership personnel of federal agencies and independent offices in the furtherance of mutual understanding, building relationships, improving collaboration, sharing resources, and the resolution of inter-agency challenges.

b. To promote effective and improved operations as a result of the collection, compilation and exchange of information and experiences.

c. To facilitate working relationships among federal entities, state and local governments, and the local community.

d. To achieve a greater appreciation of public service and promote the federal government as an employer of choice.

e. To support our employees in ways that are meaningful and support activities that promote collaboration and cooperation.

**ARTICLE III**

**MEMBERSHIP**

SECTION 1: VOTING MEMBERSHIP: Voting members of the VTFEA shall be the top ranking official, or designated representative, of each Federal Agency or independent office within the State of Vermont.

SECTION 2: Membership automatically terminates upon transfer or upon separation from federal service.

SECTION 3: RETIREES: Retirees may continue to be active members of the VTFEA as Associate members, but may not hold an elective office or vote.

SECTION 4: The Board of Directorsmay establish other categories of non-voting membership in the VTFEA.

SECTION 5: A listing of all Federal Agencies and independent offices entitled to a voting membership, as noted in SECTION 1 of the Article, shall be published at least annually by the Secretary of the VTFEA and included in the VTFEA Directory. Changes to this listing shall be approved by the Board of Directors.

SECTION 6: NON-VOTING MEMBERSHIP: Non-voting members, or Associate members of the VTFEA, shall be comprised of managers or employees who volunteer to participate shall be vetted through their respective Voting Member before participating in VTFEA Membership and/or Committee Meetings.

**ARTICLE IV**

**OFFICERS AND BOARD OF DIRECTORS**

SECTION 1: OFFICERS: The Officers of the VTFEA shall consist of President, Vice President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by a single member, as determined by the Board of Directors and the voting membership. Officers may succeed themselves. There shall be no limit to the number of terms that an Officer may serve.

SECTION 2: BOARD OF DIRECTORS: The Board of Directors of the VTFEA shall consist of the Officers of the VTFEA, the immediate past president (if currently a federal employee who works in the State of Vermont, and three Members-at-large who are elected for a two-year term. A member of the Board of Directors may succeed themselves. There shall be no limit to the number of terms which they may serve.

SECTION 3: Only a Voting Member may be elected as an Officer or serve on the Board of Directors of the VTFEA.

**ARTICLE V**

**DUTIES OF MEMBERS**

SECTION 1: President – a) preside at all meetings of the VTFEA and the Board of Directors; b) establish standing and ad hoc committees, appoint membership to such committees, and designate the chairperson of each committee; d) conduct, with the advice of the Board of Directors, the general affairs of the VTFEA; and e) appoint members to the Board of Directors if a vacancy should occur before elections.

SECTION 2: Vice-President – a) assume the duties of the President in his/her absence; act as deputy for the President; b) complete the unexpired term of the President should he/she be transferred from the area or separated from the government service; and c) serve as permanent chairperson of the Public Service Recognition Awards Committee (if unavailable, the Vice-President will designate a replacement to fulfill this responsibility).

SECTION 3: Secretary – a) maintain all records of the VTFEA; b) maintain mailing distribution lists; c) maintain and publish minutes of the VTFEA and Board of Directors’ meetings; d) prepare reports and conduct routine correspondence; and e) annually publish the VTFEA Directory per Article III, Section 5.

SECTION 4: Treasurer – a) responsible for the collection of funds, disbursement of funds, and proper accounting thereof; and b) provides financial statements at each regular business meeting and as requested by the President of the Board of Directors.

SECTION 5: Board of Directors – a) attend all meetings of the VTFEA and Board of Directors; b) chair standing and ad hoc committees, as appointed by the President; c) determine policy and direction for the VTFEA; d) recommend to the President the establishment of committees to conduct specialized business of the VTFEA; and e) annually solicit and recommend to the Voting Members a slate of candidates for election as Directors and Officers of the VTFEA.

SECTION 6: Voting Members – a) attend quarterly VTFEA full membership meetings; b) vote on slate of Officers and Board of Directors annually; c) vote on items as required by the requested due date; d) designate agency and office points of contact for disseminating VTFEA information; d) raise awareness of the VTFEA to employees and outside stakeholders; e) support the VTFEA by actively participating in VTFEA events.

**ARTICLE VI**

**ELECTION OF OFFICERS**

SECTION 1: The Board of Directors shall solicit and recommend a slate of candidates for election as Officers and Directors of the VTFEA to the Voting Members at the third quarter VTFEA Full Membership eeting each year. One member of the Board of Directors shall nominate this slate.

SECTION 2: Additional nominations of candidates may be made from the floor by any Voting Member during the third quarter VTFEA full membership meeting.

SECTION 3: The election of the Officers and the Board of Directors will be by simple majority of the Voting Members casting secret ballots at the third quarter VTFEA full membership meeting. In the event of tie voting, additional ballots will be taken until all ties are broken.

SECTION 4: The newly elected Officers and Board of Directors shall assume their offices and duties effective October 1st to ensure consistency and retain institutional knowledge of the Board, the President, Secretary and the junior-most Member-at-large will come run for election in even years. The Vice-President, Treasurer, and the two senior-most Members-at-Large will run for election in odd years

SECTION 5: The Board of Directors will serve a two-year term from October 1st to September 30th. Directors may serve multiple terms.

**ARTICLE VII**

**AMENDMENTS**

SECTION 1: Amendments and changes to this Constitution may be proposed at any time by any Voting Member of the VTFEA.

SECTION 2: The Constitution of the VTFEA may be amended by a majority plus one of the Voting Members. Ten (10)or more Voting Members will constitute a quorum. Votes may be cast electronically or in person at any general meeting of the VTFEA, providing notice and copies of the proposed amendment(s) have been mailed to all Voting Members at least 15 calendar days prior to the meeting.

SECTION 3: By Laws to effectively implement this Constitution may be established by the Voting Members of the VTFEA.

SECTION 4: Electronic-Mail. If a Voting Member cannot be present at a general meeting in which Constitutional amendment voting occurs, a ballot may be cast in advance by electronic-mail to be counted at the meeting. The Secretary shall be responsible for coordination and collection of voting via electronic-mail. Electronic votes will be sent to the Secretary to be recorded and reported at the general meeting.

**ARTICLE VIII**

**DUES**

Annual membership dues will not be collected. Instead, the VTFEA will be funded by sponsorships from organizations who are tangentially affiliated with Vermont federal employees and organizations. Sponsorships are totally voluntary and no tangible benefit will be afforded a sponsor. The sponsor will be acknowledged as a VTFEA partner on the VTFEA website ([www.vtfea.org](http://www.vtfea.org)) and at any event for which they are a sponsor. This relationship can be terminated by the VTFEA at any time.

**BYLAWS OF THE**

**FEDERAL EXECUTIVE ASSOCIATION OF VERMONT**

**NUMBER 1**

**FISCAL YEAR**

The fiscal year for the transaction of business for the VTFEA shall be from October 1st through September 30th of the following year. This is compatible with the fiscal year of the Federal Government.

**NUMBER 2**

**COMMITTEES**

A. Standing committees of the VTFEA will be determined by the Board of Directors. The President may establish additional standing and ad hoc committees as needed.

B. Membership appointments to all committees, whether standing committees or ad hoc committees, shall be in writing and either signed by the President or included in minutes of the VTFEA as submitted by the Secretary. Any member, voting or associate, may be appointed to any committee established by the VTFEA.

C. The Chairperson for each committee will usually be one of the Board of Directors of the VTFEA unless otherwise required by the Constitution or at the discretion of the President. The Chairperson will solicit and recommend a Committee Lead, who will be approved by the Board.

D. The Lead for each committee will be a Voting Member who, along with the Committee Chairperson, will solicit and engage employees who have an interest or strength in one of the committees. The Committee Lead will conduct meetings as needed, report to the Board of Directors every other month on progress, challenges, successes, and ensure that the committee has the guidance and resources to meet its objectives.

**NUMBER 3**

**REPORTS**

A. At the end of each fiscal year, the President shall prepare a report of the VTFEA’s activities and accomplishments. The President shall also prepare and submit such other reports as may be requested by the Office of Personnel Management. The President may designate the Secretary of the VTFEA to prepare these reports. The reports will be provided to all members of the VTFEA, both Voting and Associate.

B. The Secretary of the VTFEA will prepare and submit the minutes of the prior meeting at each general meeting of the VTFEA for review and approval by the Voting Membership.

C. Minutes of any special meetings called by the President or the Board of Directors will be provided to the Voting Members prior to the next subsequent general meeting for their review. Such reports will be subject to discussion at the meeting during which they are presented.

D. The Treasurer of the VTFEA will provide a financial report at each General Meeting of the VTFEA. Such report will become a part of the minutes of that meeting.

**NUMBER 4**

**MEETINGS**

The VTFEA shall hold at least four Full Membership Meetings each fiscal year. One meeting shall be held in June at which new Officers and Directors will be elected. Special meetings may be called at the discretion of the Board of Directors or the President. The Board of Directors will meet every month and at every other meeting, Committee Chairs will be requested to present a brief update of their Committee’s progress.

**NUMBER 5**

**PROXY VOTING**

It is recognized that, at times, Voting Members will not be able to attend meetings during which important decisions will be made. Provisions are therefore in order to enable all Voting Members to express their desires on critical matters. A Voting Member may designate an individual to exercise his/her voting privilege. Such designation will be specific for the matter at hand. Such designation shall be in writing. The proxy vote will have the same effect as if the member were physically present during the meeting at which the vote is taken.

**NUMBER 6**

**RULES OF ORDER**

All details of procedure not otherwise specifically stated in the Constitution and Bylaws shall be governed by Robert’s Rules of Order.

**NUMBER 7**

**DISTRIBUTION OF CONSTITUTION AND BYLAWS**

Copies of current Constitution and Bylaws will be available at all general meetings and on the VTFEA website.