



MEMORANDUM

From: Michael Daniels
To: Whitney Harris and Eric Reed
Date: 07/15/2019
Topic: Questions for Corporate Counsel

During a June 7, 2019 meeting I made the following notes. In attendance other than myself were Dr. JR Harding and Mr. Paul Tobin. The following is a list of questions concerning the FAAST not-for-profit corporation's Board of Directors (BOD) and the Florida Assistive Technology Advisory Council (ATAC).

Does FS 413.407 allow the BOD to fundraise in support of activities mandated by the Assistive Technology Act (Pub L. 108-364) and FS 413.407?

Does FS 413.407 allow the ATAC to fundraise in support of activities mandated by the Assistive Technology Act (Pub L. 108-364) and FS 413.407?

Is the ATAC able to solicit equipment donations as part of conducting state level reuse activities?

Is the ATAC able to solicit financial donations as part of conducting state level reuse activities? If not, would the organization be in a safe harbor if the BOD solicits donations for this purpose?

Is the ATAC able to solicit financial donations as part of conducting state level, state financing activities as part of a business plan to extend/enhance services?

Does the BOD have the authority to create subsidiary corporations to extend/enhance state level, state financing activities?

Because certain ATAC members serve as a function of their position with state agencies/organizations, would it be appropriate to have these members serve on the BOD as ex officio, nonvoting members, with no legal responsibilities as fiduciaries?

Would a clean cut separation of the BOD/ATAC by governing bylaws place FAAST in a safe harbor? See the examples attached.

Do state agency representatives need to be appointed by the Commissioner of Education as other members even though they are serving as a function of their position?

Are state agency representatives allowed to fundraise?

Are there any legislative mandates for the BOD per FS 413.407?

Which body approves the annual budget, the ATAC or BOD?

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

1 **Article I Legal Standing**

2 Section 1: Not-for-profit Corporation

3 The Florida Alliance for Assistive Services and Technology (FAAST) as appointed by
4 Governor Lawton Chiles is the implementing agency for the Assistive Technology Act of
5 2004, Pub. L. No. 108-364.

6 By Florida Statute 413.407, FAAST was created as a not-for-profit corporation with the
7 Florida Assistive Technology Advisory Council (ATAC) serving as the corporation's
8 Board of Directors (BOD). Heretofore, the term "Corporation" shall reference FAAST as
9 a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code of
10 1986, as amended.

11 Legally, the role and responsibilities of a member of an advisory council compared to a
12 member of a board of directors for a not-for-profit corporation are different. The
13 passage of the Sarbanes – Oxley Act, Pub. L. 107-204, mandated more fiduciary
14 accountability for public corporations. Members of a board of directors for a not-for-
15 profit corporation have a "Fiduciary Duty," which includes duties to care, loyalty, and
16 obedience.

17 Section 2: Duties of a Fiduciary

18 It is vital all new appointees to the ATAC understand the legal responsibility for
19 managing not-for-profit assets. In Florida law, the most basic duty of a fiduciary is the
20 duty of loyalty, which obligates the fiduciary to put the interests of the beneficiary first,
21 ahead of the fiduciary's self-interest, and to refrain from exploiting the relationship for
22 the fiduciary's benefit.

23 Section 3: Duty of Care

24 Duty of care means that a member of a board of directors must give the same care and
25 concern to their board responsibilities as any prudent and ordinary person would. This
26 duty includes members should be actively participating in board meetings and on
27 committees. Members should be able to read and understand financial reports and be
28 willing to question expenditures and examine variances.

29 Section 4: Duty of Loyalty

30 Duty of loyalty means that a member of a board of directors must place the interests of
31 the organization ahead of their interests at all times. Duty of loyalty means publicly
32 disclosing any conflicts of interests and not using board service as a means for personal
33 or commercial gain.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

34 Section 5: Duty of Obedience

35 Duty of obedience means that a member of a board of directors must make sure that
36 the nonprofit is abiding by all applicable laws and regulations and doesn't engage in
37 illegal or unauthorized activities. The duty of obedience also means members must
38 carry out the organization's mission.

39 Section 6: Corporation Governance Practices

40 Therefore, this set of bylaws sets the governance practices for the BOD of FFAST.
41 Different bylaws shall set the governance of the ATAC.

42 Section 7: Directors

43 Heretofore, the term "Directors" shall reference ATAC members.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

44 Article II Name

45 Section 1: Name

46 The name of the corporation is the Florida Alliance for Assistive Services and
47 Technology, Incorporated (“FAAST, Inc.”).

48 Section 2: Location

49 The mailing and physical address for FAAST is 820 E Park Ave, D – 200, Tallahassee,
50 FL 32301.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

51 Article III Purpose and Powers

52 Section 1: Purpose

53 The Corporation is organized exclusively for charitable, educational, and scientific
54 purposes including, for such purposes, the making of distributions to organizations that
55 qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code,
56 or the corresponding section of any future federal tax code.

57 The Corporation assists Florida's disabled population I enhancing their lives by
58 promoting the awareness of, access to, and advocacy for assistive technology through
59 various program services.

60 Section 2: Corporation Objective

61 The objective of the Corporation is to serve as the legal and financial entity to carry out
62 activities defined in the Assistive Technology Act of 2004, Pub. L. No. 108-364 and
63 Florida Statute 413.407.

64 Section 3: Powers

65 The Corporation shall have the following powers:

- 66 1. To receive and maintain a fund or funds of real or personal property or both, and
67 to use and apply the whole or any part of the income therefrom and the principal
68 thereof for the purposes outlined in Article III, Section 1, above.
- 69 2. To have one or more offices and to conduct and carry on any of its business at
70 any place in the State of Florida as may be determined by the Board of Directors.
- 71 3. To buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise
72 encumber, exchange, lease, hold, use, operate, or otherwise deal in and with
73 real, personal and mixed property of all kinds and any rights or interest therein for
74 any purposes of this Corporation.
- 75 4. To borrow money and secure the repayment of monies borrowed for any
76 purposes of this Corporation.
- 77 5. To have and exercise any of those powers specified in the Florida Not for Profit
78 Corporations Act, Florida Statue Chapter 617.
- 79 6. To do all and everything necessary, suitable and proper for the accomplishment
80 of any of the purposes or in furtherance of any of the powers outlined in Article
81 III, Section I above, either alone or in association with other corporations, firms,
82 or individuals; and
- 83 7. To do every other act or acts, thing or things incidental or appurtenant to and
84 growing out of or connected with the purposes above or any part or parts thereof,
85 provided the same be not inconsistent with the laws under which created this
86 Corporation.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

87 Article IV Governing Body

88 Section 1: Corporation Governance

89 The governing body of the Corporation shall be the Board of Directors.

90 The Board of Directors shall have all the powers and duties necessary, appropriate, or
91 convenient for the administration of the affairs of the Corporation and the management
92 and operation of the Corporation's property, and may do and perform all acts and things
93 as are not prohibited by law, the Articles of Incorporation, or these Bylaws. These duties
94 of the Corporation shall include, but not be limited to:

- 95 1. Establishing and reviewing board policies governing the Corporation and its
96 operations;
- 97 2. Ensuring adequate resources for the operation of the Corporation; helping to
98 identify, cultivate, solicit, and acknowledge donors.
- 99 3. Establishing and supervising adequate accounting and financial procedures; and
- 100 4. Anything in these Bylaws to the contrary notwithstanding, the Board of Directors is
101 not empowered to perform any activity on behalf of the Corporation not permitted
102 to be carried on by an organization exempt from Federal income taxation under
103 Section 501 (c)(3) of the United States Internal Revenue Code.

104 Section 2: Corporation Activities

105 The governing body for the management and evaluation of activities carried out by the
106 Corporation is the ATAC per the Assistive Technology Act of 2004, Pub. L. No. 108-364
107 and Florida Statute 413.407.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

108 Article V Membership

109 Section 1: Membership

110 The Board shall consist of the members of the ATAC as defined in the Assistive
111 Technology Act of 2004, Pub. L. No. 108-364 and Florida Statute 413.407.

112 Section 2: Ex-Officio

113 ATAC members may serve as a representative of a state agency or a corporate
114 representative. "By holding another office," these ATAC members shall be declared
115 non-voting ex-officio members of the Board. These members shall not be included in
116 the count when determining quorum and when determining if a quorum is present.

117 Section 2: Qualifications

118 All Directors shall be natural persons of the age of eighteen (18) years or older.
119 Directors need to be residents of the State of Florida. A Director must demonstrate an
120 interest in the purposes and activities of the Corporation and must be interested in
121 donating his or her time, advice, skill, energy, and financial support in furtherance of the
122 Corporation, its purposes, and activities.

123 Section 3: Financial Compensation

124 Directors serve without financial compensation but are entitled to reimbursement for
125 travel expenses per Florida Statute 112.061.

126 Section 4: Conflicts of Interest.

127 No Director shall participate in any discussion or vote on any matter in which he or she
128 has a potential conflict of interest. When such a situation presents itself, the Director
129 must announce his or her potential conflict, disqualify himself or herself until the
130 discussion is over on the matter involved. The chairperson of the meeting is expected to
131 make an inquiry if such conflict appears to exist, and the Director has not made it
132 known. All Directors must faithfully conduct their duties, in their assigned roles and
133 tasks, for the Corporation's purpose, benefit, and interest. Directors may not use their
134 positions and affiliations with FFAST for personal benefit. Directors must consider and
135 avoid not only actual conflicts but also the appearance of conflicts of interest.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

136 **Article VI Indemnification**

137 Section 1: Indemnification

138 The Corporation shall indemnify any Director or former Director against all expenses
139 actually and reasonably incurred by him or her in connection with the defense of any
140 action, suit, or proceeding, civil or criminal, in which he or she is made a party by reason
141 of being or having been a Director, except in relation to matters as to which he or she is
142 adjudged in such action, suit or proceeding to be liable for negligence or misconduct in
143 the performance of duty.

144 The Corporation shall be authorized to purchase insurance or another similar device for
145 such indemnification.

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146 Article VII Officers of the Corporation

147 Section 1: General

148 The Officers of the Corporation shall consist of two Co-Chairs, Secretary, and a
149 Treasurer. Also, the Corporation shall list the Executive Director, Deputy Director, and
150 Comptroller as Officers on official documents, when needed.

151 Section 2: Terms of Office

152 The Co-Chairs shall be elected for a term of two (2) years by a majority at the annual
153 meeting of the Board of Directors. Each year one new Co-Chair shall be elected.

154 The Board shall elect by a majority a Secretary and treasurer of the Corporation for a
155 term of one (1) year at its annual meeting.

156 Officers shall hold office until their successors are chosen and have qualified unless
157 they are sooner removed from office as provided in these Bylaws.

158 Section 3: Co-Chairs

159 At a minimum, one Co-Chair shall be an individual with a disability that uses assistive
160 technology or family members or guardians of the individuals.

161 No Co-Chair may be an elected member or an employee of a state agency or any
162 political subdivision of the state. The Co-Chairs shall preside at all Board meetings.

163 Section 4: Resignation and Removal

164 Any Officer of the Corporation may resign at any time by giving written notice to the
165 Board of Directors of the Corporation. Such resignation shall take effect at the time
166 specified therein; and unless otherwise specified therein, the acceptance of such
167 resignation shall not be necessary to make it effective.

168 Any Officer may be removed from office without assignment of cause by the vote of at
169 least two-thirds of the entire Board of Directors.

170 Section 5: Vacancies

171 A majority vote of the entire Board shall fill a vacancy when one occurs because of
172 death, resignation or otherwise. The Officer so selected shall hold office for the
173 remaining term of office.

174 Section 6: Slating Officers

175 Sixty (60) days before the Annual Meeting, the Executive Committee shall meet, or
176 communicate by mail or telephone, to prepare a slate of candidates for the officer
177 positions.

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178 Section 7: Consent

179 Candidates shall consent before a nomination.

180 Section 8: Write-In Votes

181 There shall be a place on the ballot for write-in votes for those not included on the slate.

182 Section 9 Timing:

183 Elections will take place at the annual meeting, and each Director shall be entitled to one
184 (1) vote.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

185 Article VIII Duties of Officers

186 Section 1: Co-Chairs

187 The Co-Chairs shall be the chief officers of the Corporation and shall have general
188 supervision of the business activities of the Corporation. At each annual meeting of the
189 Board of Directors, the Co-Chairs shall give a report of the business and activities of the
190 Corporation for the preceding fiscal year. He or she shall preside at all meetings of the
191 Board of Directors. The Co-Chairs shall perform all the duties commonly incident to
192 such office, and such other duties as the Board shall designate.

193 Section 2: Secretary

194 The Secretary shall keep the minutes of the meetings of the Board of Directors and any
195 committees; shall see that the posting of all notices in accordance with the provisions of
196 these Bylaws and as required by law; shall be custodian of the records of the
197 Corporation; and, in general, shall perform all duties incident to the office of Secretary
198 and such other duties as may, from time to time, be assigned to him or her by the Board
199 of Directors or by the Co-Chairs.

200 Section 3: Treasurer

201 The Treasurer shall provide primary oversight of corporate funds and securities. He or
202 she shall ensure full and accurate documentation of the Corporation's funds. The
203 Treasurer shall render a status report of the Corporation's financial status upon request
204 by the Co-Chairs. The Treasurer shall have such other powers and perform such other
205 duties as may be prescribed by the Board of Directors or the Co-Chairs.

206 Section 4: Delegation of Duties

207 Whenever an officer is absent, or whenever, for any reason, the Board of Directors may
208 deem it desirable, the Board may delegate the powers and duties of an officer to any
209 other officer or officers or any Director or Directors.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

210 Article IX Meetings of the Board and Committees

211 Section 1: Place of Meetings

212 The annual, regular, or special meetings of the Board of Directors or any committee
213 designated by the Board shall be held at the principal office of the Corporation or at any
214 other place within the State of Florida that the Board of Directors or any such
215 committee, as the case may be, may designate from time to time.

216 Section 2: Annual Meeting

217 The annual meeting of the Board of Directors shall be held on the second Monday in
218 September of each year unless the Directors by resolution designate a different time.

219 Section 3: Regular Meetings

220 In addition to the annual meeting, regular meetings of the Board of Directors or any
221 committee designated by the Board shall be held at least three (3) times annually and at
222 such more frequent intervals as the Board of Directors or any such committee, as the
223 case may be, may designate.

224 Section 4: Special Meetings

225 Special meetings of the Board of Directors or any committee designated by the Board
226 may be called at any time by one Co-Chair of the Board of Directors and upon receipt of
227 the written request of two (2) of the Directors.

228 Also, the chairperson of any committee designated by the Board or Co-Chairs may call
229 a special meeting of such committee upon receipt of the written request of one of the
230 Directors of such committee.

231 Section 5: Notice of Meetings

232 Notice of meetings may be given either personally, personally by telephone, by sending
233 a copy of the notice through the United States mail or by facsimile or other electronically
234 transmitted messaging, to the address of each Director appearing on the books of the
235 Corporation. Notices shall include the business or the purpose of, any annual, regular,
236 or special meeting of the Board of Directors or any committee.

237 Notice of each annual meeting of the Board of Directors, setting forth the time and place
238 of the meeting, shall be given to each director not less than twenty (20) days before the
239 time fixed for the meeting.

240 Notice of the regular meetings of the Board of Directors or any such committee shall be
241 not less than ten (10) days before the time fixed for the meeting.

242 Notice of each special meeting of the Board of Directors or any such committee, setting
243 forth the time and the place of the meeting shall not less than twenty-four (24) hours
244 before the time fixed for the meeting.

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245 All notices shall ensure compliance with Florida Open Meetings Laws and FFAST
246 Policy 217 Open Meeting and Open Records.

247 Section 6: Agenda

248 All Directors shall receive an agenda before the annual, regular, or special meetings of
249 the Board of Directors or any committee designated by the Board.

250 The Executive Director, in consultation with the Board's Co-Chairs, shall prepare the
251 agenda for the annual, regular, or special meetings of the Board of Directors.

252 The Executive Director shall assign one professional staff person to serve as a liaison to
253 committees designated by the Board. The Committee Liaison, in consultation with the
254 Committee's Chairperson, shall prepare the agenda for committee meetings.

255 Directors shall have an opportunity to add, delete, or modify agenda items at the
256 beginning of all meetings.

257 Section 7: Board Meeting Quorum

258 A majority of Directors in attendance at any regularly scheduled or specially called
259 meeting shall constitute a quorum for taking final action on all matters properly before
260 the Board except for the adoption of amendments to the Bylaws.

261 Section 8: Committee Meeting Quorum

262 One-third of Directors in attendance at any regularly scheduled or specially called
263 meeting shall constitute a quorum for taking final action on all matters properly before
264 the committee.

265 Section 9: Parliamentary Procedures

266 All meetings of the Board of Directors shall use 704 Parliamentary Procedures

267 Section 10: Majority Action as Board Action

268 Every act or decision done or made by a majority of the Directors present at a meeting
269 duly held at which a quorum is present is the act of the Board of Directors, unless the
270 Articles of Incorporation, these Bylaws, or provisions of law require a greater or lesser
271 percentage or different voting rules for approval of a matter by the Board.

272 Section 11: Voting Methods

273 The Board of Directors shall use an oral vote for all in-person meetings. At any time, a
274 Director may request a roll call vote. At no time shall a secret ballot be used. Co-
275 Chairs or committee chairpersons may allow Directors time to review details before
276 asking the Board/committee to take action. In these cases, actions may be decided by
277 an electronic ballot or telephone poll, providing that with or after such ballot or poll, the
278 inclusion of the outcome in the minutes of the Board/committee.

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279 Section 12: Conduct of Meetings

280 Meetings of the Board of Directors or committees shall be presided over by the Co-
281 Chairs or committee chairperson, in his or her absence, the majority of Directors
282 present at the meeting shall select an alternate Chairperson.

283 Section 13: Board Meeting Attendance

284 A Director shall provide prior notice and a reasonable explanation to the Executive
285 Director for absences. The Executive director may request assistance from the Co-
286 Chairs concerning what constitutes a reasonable explanation. The Executive Director
287 shall contact a Director with two (2) consecutive absences to ascertain his or her
288 continuing interest in serving on the Board. The Executive Director shall advise the Co-
289 Chairs within 72 hours of the Director's stated interest, if any, in continuing membership.

290 The Board may consider requesting a resignation from or a replacement for that
291 Director. Any requests shall be subject to a majority vote of the Board.

292 Section 14: Committee Meeting Attendance

293 A Director shall provide prior notice and a reasonable explanation to the Executive
294 Director or Committee Liasion for absences. The Executive Director or Committee
295 Liasion may request assistance from the Co-Chairs or committee chairperson
296 concerning what constitutes a reasonable explanation. The Executive Director or
297 Committee Liasion shall contact a Director with two (2) consecutive absences to
298 ascertain continuing interest in serving on the Board. The Executive Director or
299 Committee Liasion shall advise the Co-Chairs or committee chairperson within 72 hours
300 of the Director's stated interest, if any, in continuing membership.

301 The Board may consider requesting a resignation from or a replacement for that
302 Director. Any requests shall be subject to a majority vote of the Board.

303 Section 15: Leave of Absence

304 Directors may request in writing from the full Board, a leave of absence, up to one year.
305 A majority vote of the full Board shall grant the leave. A leave of absence shall not
306 extend the length of the term of the Director. During the period of such leave, this
307 Director does not count in quorum requirements.

308 Section 16: Termination of Membership

309 The Board by a majority vote may remove a Director upon recommendation of the
310 Executive Committee if any of the following conditions exist:

- 311 1. The Director no longer qualifies under the FFAST Statute 413.407;
- 312 2. The Director violates Article IX Section 13.
- 313 3. The Director violates Article IX Section 14.
- 314 4. The Director engages in conduct that is unprofessional and unbecoming to
315 FFAST, as defined by Board policy.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

316 Article X Executive Committee

317 Section 1: Purpose

318 The Executive Committee shall meet to consider matters which cannot wait for action
319 until the next meeting of the Board and shall have the power to act regarding such
320 matters. The Executive Committee may meet at any time with proper notice to discuss
321 the prospective agenda for the Annual meeting or regular or special meetings of the
322 Board or to discuss and subsequently make recommendations on any matter to the
323 entire Board. The Executive Committee shall provide to all Directors at the next
324 meeting of the Board a list of all formal actions taken.

325 Section 2: Membership of the Executive Committee

326 Members of the Executive Committee shall include the Co-Chairs, Secretary, Treasurer,
327 and one at-large member selected by the Co-Chairs.

328 Section 3: Other Committees

329 The Corporation shall create such other committees as needed by a majority vote of the
330 entire Board of Directors. These committees may consist of persons who are not also
331 Directors and shall act in an advisory capacity to the Board.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

332 **Article XI Fiscal Management**

333 Section 1: Fiscal Year

334 The fiscal year of the Corporation shall be such year as shall be adopted by the Board
335 of Directors.

336 Section 2: Annual Budget

337 The ATAC shall present to the Executive Committee by the second Monday in May a
338 Budget Framework. The Executive Director, Comptroller, and Treasurer shall develop a
339 budget proposal using the framework. The Treasurer shall present the budget proposal
340 to the Board at its annual meeting for the purpose of discussion, modification, and
341 approval.

342 Section 3: Books and Accounts

343 The Corporation shall keep correct and complete books and records of accounts and
344 shall keep minutes of the proceedings of the Board of Directors and any committee
345 having any of the authority of the Board. All such books and records shall be kept at the
346 principal office of the Corporation unless the Board of Directors, by resolution,
347 determines otherwise, subject to any requirements of law. Any Director or his/her agent
348 or attorney shall inspect all books and records of the Corporation for any proper
349 purpose at any reasonable time.

350 Section 4: Auditing and Reporting

351 An annual report of the affairs of the Corporation for the previous fiscal year shall be
352 submitted to the Board of Directors at each annual meeting and filed with the Secretary
353 of the Corporation. The books and records of the Corporation shall be reviewed by an
354 independent certified public accountant at the expense of the Corporation at such times
355 as may be designated by the vote of a majority of the Board of Directors. The Board of
356 Directors may also designate a committee to audit the books and records of the
357 Corporation at such times as it shall determine by a majority vote.

358 Section 5: Checks and Endorsement

359 All checks and drafts upon the funds or credit of the Corporation in any of its
360 depositories shall be signed by such Officer(s) or agent(s) as shall from time to time be
361 determined by resolution of the Board of Directors. All checks, notes, bills receivable,
362 trade acceptances, drafts, and other evidences of indebtedness payable to the
363 Corporation shall, for the purpose of deposit, discount or collection, be endorsed by
364 such Officer(s) or agent(s) of the Corporation or in such manner as shall from time to
365 time be determined by resolution of the Board of Directors.

366 Section 6: Execution of Instruments

367 The Executive Director shall have the power to execute on behalf and in the name of the
368 Corporation any deed, contract, bond, debenture, note or other obligations or evidences

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369 of indebtedness, or proxy, or other instrument requiring the signature of an officer of the
370 Corporation, except where the signing and execution thereof shall be expressly delegated
371 by the Board of Directors to some other officer or agent of the Corporation. Unless so
372 authorized, no officer, agent or employee shall have any power or authority to bind the
373 Corporation in any way, to pledge its credit or to render it liable pecuniarily for any purpose
374 or amount.

375 Section 7: Fidelity Bonds

376 The Board of Directors may require that officers and employees of the Corporation having
377 custody or control of corporate funds furnish adequate fidelity bonds. The Corporation
378 shall pay the premium on such bonds.

379 Section 8: Prohibition Against Loans

380 The Corporation shall not make loans to any officer or Director of the Corporation.

381 Section 9: Gifts

382 The Board of Directors may accept on behalf of the Corporation any contribution, gift,
383 bequest, or device for the general purpose or of any special purpose of the Corporation.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

384 Article XII Tax Exemption Provisions

385 Section 1: Limitations on Activities

386 No substantial part of the activities of this corporation shall be the carrying on of
387 propaganda, or otherwise attempting to influence legislation, and this Corporation shall
388 not participate in, or intervene in any political campaign on behalf of, or in opposition to,
389 any candidate for public office.

390 Notwithstanding any other provisions of these Bylaws, this Corporation shall not carry
391 on any activities not permitted to be carried on (a) by a corporation exempt from federal
392 income tax under 501 (c)(3) of the Internal Revenue Code, or (b) by a corporation,
393 contributions to which are deductible under Section 170(c)(2) of the Internal Revenue
394 Code.

395 Section 2: Technical Assistance Activities

396 The ATAC shall carry out technical assistance activities related to federal and state
397 legislation and agency policies and practices. The purpose of these activities is to
398 identify facilitators of and barriers to access and utilization of assistive technology
399 services, devices, and funding sources.

400 Section 2: Prohibition Against Private Inurement

401 No part of the net earnings of this Corporation shall inure to the benefit of, or be
402 distributable to its Officers or Directors except that the Corporation shall be authorized
403 and empowered to pay reasonable compensation for services rendered and to make
404 payments and distributions in furtherance of the purposes of this corporation.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

405 Article XIII Day-to-Day Operations

406 Section 1: Executive Director

407 The Executive Director shall be the Board's direct representative in the administrative
408 management of the Corporation. The Executive Director shall have general supervision
409 over the property, business, and affairs of the Corporation and shall perform all duties
410 incident to such office, subject to the direction of the Board.

411 Section 2: Appointment

412 The ATAC shall appoint the Executive Director as mandated in Florida Statute 413.407.

413 Section 3: Review

414 The Co-Chairs shall be responsible for conducting the annual review of the Executive
415 Director. The Executive Director's review will include two sections. One section will
416 assess the performance of duties included in these Bylaws. The second section will
417 assess the performance of duties included in the Florida Assistive Technology Advisory
418 Council Bylaws.

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419 Article XIV Amendment of Bylaws

420 Section 1: Amendment

421 Except as may otherwise be specified under provisions of law, these Bylaws, or any of
422 them, may be altered, amended, or repealed and new Bylaws adopted by the vote of at
423 least two-thirds of the entire Board of Directors.

Bylaws for the Florida Alliance for Assistive Services and Technology, Inc.

424 Article XV Construction and Terms

425 Section 1: Conflicts

426 If there is any conflict between the provisions of these Bylaws and the Articles of
427 Incorporation of this Corporation, the provisions of the Articles of Incorporation shall
428 govern. Should any of the provisions or portions of these Bylaws be held unenforceable
429 or invalid for any reason, the remaining provisions and portions of these Bylaws shall be
430 unaffected by such holding. All references in these Bylaws to the Articles of
431 Incorporation shall be to the Articles of Incorporation of this Corporation filed with the
432 Secretary of this State and used to establish the legal existence of this Corporation. All
433 references in these Bylaws to a section or sections of the Internal Revenue Code shall -
434 be to such sections of the Internal Revenue Code of 1986 as amended from time to
435 time, or corresponding provisions of any future federal tax code.

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436 Article XVI Miscellaneous Provisions

437 Section 1: Headings

438 The headings throughout these Bylaws are for convenience and reference only and
439 shall in no way be deemed to define, limit, or add to the meaning of any provision
440 hereof.

Bylaws for the Florida Assistive Technology Advisory Council

1 **Article I Legal Standing**

2 The Florida Alliance for Assistive Services and Technology (FAAST) as appointed by
3 Governor Lawton Chiles is the implementing agency for the Assistive Technology Act of
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6 Florida Assistive Technology Advisory Council (ATAC) serving as the corporation's
7 Board of Directors (BOD). The Sarbanes – Oxley Act, Pub. L. 107-204, mandated more
8 fiduciary accountability for public companies. This enacted legislation is one reason the
9 ATAC and BOD have respective bylaws.

10 More importantly, the role of a Member of the ATAC is quite different than the role of a
11 BOD Member. Therefore, this set of bylaws sets the governance practices for the
12 ATAC. Different bylaws shall set the governance of the not-for-profit corporation.

Bylaws for the Florida Assistive Technology Advisory Council

13 **Article II Name**

14 Section 1: Name

15 The name of the state's assistive technology program is the Florida Alliance for
16 Assistive Services and Technology (FAAST). The body governed by these bylaws is
17 the Florida Assistive Technology Advisory Council (ATAC).

18 Section 2: Location

19 The mailing and physical address for FAAST is 820 E Park Ave, D – 200, Tallahassee,
20 FL 32301.

Bylaws for the Florida Assistive Technology Advisory Council

21 Article III Purpose and Mandate

22 Section 1: Purpose

23 The purpose of the ATAC shall be to assist the state of Florida in carrying out the
24 activities under the Assistive Technology Act, Pub. L. No. 108-364.

25 Section 2: Legislative Mandates

- 26 1. Advise and guide FFAST in the development, implementation, and evaluation of
27 the activities carried out through the State Plan for Assistive Technology,
28 including setting measurable goals.
- 29 2. Guide FFAST and ensure compliance with the provisions of the Assistive
30 Technology Act of 2004, Pub. L. No. 108-364,
- 31 3. Advise the Executive Director on ways to improve the delivery of AT services and
32 devices, including policy, regulations, procedures, and practices.

33 Section 3: Powers

34 The Council shall have the following powers:

- 35 1. Develop state and federal legislative initiatives.
- 36 2. Appoint the Executive Director of the FFAST.
- 37 3. Review and approve the strategic plan or business plan as submitted by the
38 Executive Director.
- 39 4. Submit an annual comprehensive report of Council activities to the Director of the
40 Division of Vocational Rehabilitation (DVR).
- 41 5. Convene four meetings per year.
- 42 6. Conduct forums or hearings.
- 43 7. Produce reports of all meetings, which includes a record of its discussions and
44 recommendations.
- 45 8. Act as the Board of Directors of the not-for-profit corporation entitled the Florida
46 Alliance for Assistive Services and Technology, Inc.

47 Section 4: Corporation Governance

48 The governing body for the not-for-profit corporation is the FFAST BOD per the
49 Assistive Technology Act of 2004, Pub. L. No. 108-364 and Florida Statute 413.407.

Bylaws for the Florida Assistive Technology Advisory Council

50 **Article IV Membership**

51 Section 1: Council Composition

52 The Council shall consist of Members from the following categories:

- 53 • Category 1: The Council shall consist of a majority, no less than 51 percent, of
54 individuals with disabilities that use assistive technology or the family members
55 or guardians of the individuals.
- 56 • Category 2: The Council shall consist of representatives of consumer
57 organizations concerned with assistive technology.
- 58 • Category 3: The Council shall also consist of representatives of business and
59 industry, including the insurance industry, concerned with assistive technology.
- 60 • Category 4: Additional required membership:
 - 61 ○ a representative of the Division of Vocational Rehabilitation,
 - 62 ○ a representative from the Division of Blind Services,
 - 63 ○ a representative of the Florida Independent Living Council,
 - 64 ○ a representative of the Workforce Florida, Inc.,
 - 65 ○ a representative of the Florida Department of Education,
 - 66 ○ and representatives of other state agencies that provide or coordinate
67 services for persons with disabilities may serve on the Council when
68 deemed appropriate by a majority of the Council.

69 Members appointed under categories 2, 3, and 4 shall not count toward the majority
70 membership requirement established by category 1.

71 The Council shall be geographically representative of Florida and reflect the diversity of
72 Florida concerning race, ethnicity, types of disabilities across the age span, and users of
73 services that an individual with a disability may receive.

74 The total membership of the Council may not exceed 27 at any one time.

75

76 **Section 2: Age and Residency Qualifications**

77 **All Members shall be natural persons of the age of eighteen (18) years or older.**

78 **Members shall be residents of the State of Florida.**

79 **Section 3: Financial Compensation**

80 **Members serve without financial compensation but are entitled to reimbursement for**
81 **travel expenses per Florida Statute 112.061.**

82 Section 4: Cross-generational, Cross-disability Statement

83 The Council shall strive to select Members representing the following populations of
84 people using assistive technology:

- 85 • a representative of people aged 60 and older and
- 86 • a representative of people aged 18 to 23.

Bylaws for the Florida Assistive Technology Advisory Council

87 Section 5: Appointment and Terms

88 Each Member of the Council shall serve for a term of not more than three years, except
89 for a Member appointed to fill a vacancy. The new Member shall serve the remaining
90 term.

91 No Member of the Council may serve more than two consecutive terms.

92 A Member who has served two consecutive terms and has been retired from the
93 Council for at least one year may submit an application to the Council on the same
94 basis as a new member.

95 Section 6: Nominations

96 The Commissioner of Education shall appoint Members from a list of candidates
97 proposed by the Director of DVR. Members shall recommend names of candidates to
98 the Director of DVR for appointment to fill ATAC vacancies.

99 Section 7: Financial Conflict

100 No Member shall knowingly vote on any matters that may result directly or indirectly in
101 financial advancement for herself/himself or any family member, including in-laws.

102 Each Member shall complete Conflict of Interest Annual Statement and Annual Code of
103 Ethics Statement.

104 Section 8: Vested Interest

105 Members shall disclose her/his interest in or membership in any agency or group with a
106 vested interest in matters presented to the Council before his or her participation in any
107 discussion of the matter. The Member shall abstain from voting on any action taken by
108 the Council on that matter.

109 Section 9: Acceptance of in-kind contributions of personnel

110
111 The Council is open to in-kind contributions of personnel from the public and private
112 entities. The Council shall accept the input from members of the stakeholder
113 communities and representatives from aging, youth, and veterans' organizations, as
114 well as entities who are interested in assistive technology services in Florida.

116 Section 10: Advisors

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118 Heretofore, the term "Advisors" shall reference individuals providing guidance to the
119 Council per Article IV Section 9. The Co-Chairs shall approve Advisors. Advisors shall
120 have no voting privileges.

Bylaws for the Florida Assistive Technology Advisory Council

121 Article V Council Leadership

122 Section 1: Co-Chairs

123 At a minimum, one Co-Chair shall be an individual with a disability that uses assistive
124 technology or family members or guardians of the individuals.

125 No Co-Chair may be an elected member or an employee of a state agency or any
126 political subdivision of the state. The Co-Chairs shall preside at all Council meetings.

127 Section 2: Terms of Office

128 The term of office for the Co-Chairs shall be two (2) years. Co-Chairs shall hold office
129 until their successors are chosen and have qualified unless they are sooner removed
130 from office as provided in these bylaws.

131 Section 3: Resignation and Removal

132 A Co-Chair may resign at any time by giving written notice to the Council. Such
133 resignation shall take effect at the time specified therein; and unless otherwise specified
134 therein, the acceptance of such resignation shall not be necessary to make it effective.

135 A Co-Chair may be removed from office without assignment of cause by the vote of at
136 least two-thirds of the entire Council whenever in its judgment the best interests of the
137 Council.

138 Section 4: Elections

139 Guidelines for the election of the Council's Co-Chairs are included in the bylaws for the
140 Florida Alliance for Assistive Services and Technology, Inc.

141 Section 5: Duties of the Co-Chairs

- 142 1. Preside at all Council meetings.
- 143 2. Appoint Members to committees.
- 144 3. Collaborate with the Executive Director to establish the agenda for meetings of
145 the Council.
- 146 4. Handle matters requiring Council attention before the next scheduled meeting.
 - 147 a. The Co-Chairs shall notify all Council members within 72 hours, in writing,
148 of any decision made under Article VI, Section 2, #4.

149 Section 6: Correlation to the FFAST Board of Directors

150 The Co-Chairs shall serve as the Co-Chairs of the FFAST Board of Directors.

Bylaws for the Florida Assistive Technology Advisory Council

151 Article V Meetings of the Council and Committees

152 Section 1: Place of Council Meetings

153 Regular or special meetings of the Council or any committee designated by the Council
154 shall be held at the principal office of the Corporation or at any other place within the
155 State of Florida that the Council or any such committee, as the case may be, may
156 designate from time to time.

157 Section 2: Accessibility and Accommodations

158 The Council shall only use accessible locations for its meetings. The Council shall
159 provide reasonable accommodations if requested in advance.

160 Section 3: Regular Council Meetings

161 The Council shall meet at a minimum of two times annually and more frequent as the
162 Council may designate.

163 Section 4: Regular Committee Meetings

164 Committees shall meet quarterly and more frequent as the Committee may designate.

165 Section 5: Special Meetings

166 Special meetings of the Council may be called at any time by one Co-Chair of the
167 Council and upon receipt of the written request of two (2) of the Council Members.

168 Also, the chairperson of any committee designated by the Council or Co-Chairs may call
169 a special meeting of such committee upon receipt of the written request of one of the
170 members of such committee.

171 Section 6: Minutes

172 The Executive Director or designee shall take the Council meeting minutes.

173 Section 7: Notice of Meetings

174 Notice of meetings may be given either personally, personally by telephone, by sending
175 a copy of the notice through the United States mail or by facsimile or other electronically
176 transmitted messaging, to the address of each Council Member. Notices shall include
177 the business or the purpose of, any regular, or special meeting of the Council or any
178 committee.

179 Notice of the regular meetings of the Council shall be not less than twenty (20) days
180 before the time fixed for the meeting.

181 Notice of the committee meetings of the Council shall be not less than ten (10) days
182 before the time fixed for the meeting.

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183 Notice of each special meeting of the Council or any such committee, setting forth the
184 time and the place of the meeting shall not less than twenty-four (24) hours before the
185 time fixed for the meeting.

186 All notices shall ensure compliance with Florida Open Meetings Laws and FFAST
187 Policy 217 Open Meeting and Open Records.

188 Section 8: Agenda

189 All Members shall receive an agenda before regular or special meetings of the Council
190 or any committee designated by the Council.

191 The Executive Director, in consultation with the Council's Co-Chairs, shall prepare the
192 agenda for regular or special meetings of the Council.

193 The Executive Director shall assign one professional staff person to serve as a liaison to
194 committees designated by the Council. The Committee Liaison, in consultation with the
195 Committee's Chairperson, shall prepare the agenda for committee meetings.

196 Members shall have an opportunity to add, delete, or modify agenda items at the
197 beginning of all meetings.

198 Section 9: Council Meeting Quorum

199 A majority of Members in attendance at any regularly scheduled or specially called
200 meeting shall constitute a quorum for taking final action on all matters properly before
201 the Council except for the adoption of amendments to the bylaws.

202 Section 10: Committee Meeting Quorum

203 One-third of Members in attendance at any regularly scheduled or specially called
204 meeting shall constitute a quorum for taking final action on all matters properly before
205 the committee.

206 Section 11: Parliamentary Procedures

207 All meetings of the Council shall use 704 Parliamentary Procedures

208 Section 12: Majority Action as Council Action

209 Every act or decision done or made by a majority of the Members present at a meeting
210 duly held at which a quorum is present is the act of the Council, unless these bylaws, or
211 provisions of law require a greater or lesser percentage or different voting rules for
212 approval of a matter by the Council.

213 Section 13: Voting Methods

214 The Council shall use an oral vote for all in-person meetings. At any time, a Member
215 may request a roll call vote. At no time shall a secret ballot be used. Co-Chairs or
216 committee chairpersons may allow Members time to review details before asking the

Bylaws for the Florida Assistive Technology Advisory Council

217 Council/committee to take action. In these cases, actions may be decided by an
218 electronic ballot or telephone poll, providing that with or after such ballot or poll, the
219 inclusion of the outcome in the minutes of the Council/committee.

220 Section 14: Conduct of Meetings

221 Meetings of the Council or committees shall be presided over by the Co-Chairs or
222 committee chairperson, in his or her absence, the majority of Members present at the
223 meeting shall select an alternate Chairperson.

224 Section 15: Council Meeting Attendance

225 A Member shall provide prior notice and a reasonable explanation to the Executive
226 Director for absences. The Executive Director may request assistance from the Co-
227 Chairs concerning what constitutes a reasonable explanation. The Executive Director
228 shall contact a Council Member with two (2) consecutive absences to ascertain his or
229 her continuing interest in serving on the Council. The Executive Director shall advise
230 the Co-Chairs within 72 hours of the Member's stated interest, if any, in continuing
231 membership.

232 The Council may consider requesting a resignation from or a replacement for that
233 Council Member. Any requests shall be subject to a majority vote of the Council.

234 Section 16: Committee Meeting Attendance

235 A Member shall provide prior notice and a reasonable explanation to the Executive
236 Director or Committee Liason for absences. The Executive Director or Committee
237 Liason may request assistance from the Co-Chairs or committee chairperson
238 concerning what constitutes a reasonable explanation. The Executive Director or
239 Committee Liason shall contact a Member with two (2) consecutive absences to
240 ascertain continuing interest in serving on the Council. The Executive Director or
241 Committee Liason shall advise the Co-Chairs or committee chairperson within 72 hours
242 of the Member's stated interest, if any, in continuing membership.

243 The Council may consider requesting a resignation from or a replacement for that
244 Member. Any requests shall be subject to a majority vote of the Council.

245 Section 17: Leave of Absence

246 Members may request in writing from the full Council, a leave of absence, up to one
247 year. A majority vote of the full Council shall grant the leave. A leave of absence shall
248 not extend the length of the term of the Member in exact proportion to the approved
249 leave of absence. During the period of such leave, this Member does not count in
250 quorum requirements.

251 Section 18: Termination of Membership

252 The Council by a majority vote may remove a Member upon recommendation of the Co-
253 Chairs if any of the following conditions exist:

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- 254 1. The Member no longer qualifies under the FFAST Statute 413.407;
- 255 2. The Member violates Article IX Section 15.
- 256 3. The Member violates Article IX Section 16.
- 257 4. The Member engages in conduct that is unprofessional and unbecoming to
- 258 FFAST, as defined by Council policy.

Bylaws for the Florida Assistive Technology Advisory Council

259 Article VII: Committees

260 Section 1: Committees

261 1. Service Delivery Evaluation Committee

262 a. Purpose

- 263 i. Develop assistive technology demonstrations, reutilization
264 programs, and loan programs.
- 265 ii. Provide training and technical assistance to increase knowledge
266 and awareness of the uses and benefits of assistive technology
267 devices and assistive technology services.
- 268 iii. Promote public awareness activities designed to provide
269 information relating to the benefits of assistive technology devices
270 and assistive technology services.
- 271 iv. Promote coordination and collaboration among public and private
272 entities that are responsible for policies, procedures, or funding for
273 the provision of assistive technology devices and assistive
274 technology services.

275 b. Methods

- 276 i. The Committee shall solicit information from Members and non-
277 Council members representing private industry, agencies, and
278 organizations serving people with disabilities.
- 279 ii. The Committee shall review quarterly deliverable reports and
280 service maps.
- 281 iii. The Committee shall review collaborations with other agencies,
282 organizations, and bodies providing assistive technology services
283 and devices throughout Florida.
- 284 iv. The Committee shall compare service delivery models from other
285 assistive technology programs to determine effectiveness and
286 efficiency of the Florida model.
- 287 v. The Committee shall assess Return on Investment of services to
288 maximize taxpayer funding while also ensuring Floridians with
289 disabilities assistive technology needs are met.

290 c. Reporting

- 291 i. The Committee shall provide a written report to the Council twice a
292 year.
- 293 ii. The report shall address each stated purpose of the Committee
294 listed in Article VII Section 1.
- 295 iii. The report shall also make recommendations on the service
296 delivery model.

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2. State Financing Committee State Financing Activities.

a. Purpose

- i. Investigate financing options that will increase access to and funding for assistive technology devices and assistive technology services.
- ii. Develop a system to provide and pay for such devices and services.
- iii. Support for the system for the purchase, lease, or other acquisition of, or payment for, assistive technology devices and assistive technology services, or
- iv. Support for the development of a state-financed or privately financed alternative financing system of subsidies (which may include conducting an initial 1-year feasibility study of, improving, administering, operating, providing capital for, or collaborating with an entity concerning such a system) for the provision of assistive technology devices, such as:
 1. low-interest loan fund,
 2. an interest buy-down program,
 3. a revolving loan fund,
 4. a loan guarantee or insurance program, or
 5. a program providing for the purchase,

b. Methods

- i. Conduct an annual investigative review of financing options to increase access to and acquisition of assistive technology devices and assistive technology services.
- ii. Develop and implement a business plan to address options listed in the annual investigative review, which shall increase access to and acquisition of assistive technology devices and assistive technology services.
- iii. Quarterly reviews of the business plan.
- iv. Conduct an annual survey of other state-financed activities or privately financed alternative financing systems for publication as an assistive technology funding guide.

c. Reporting

- i. The Committee shall provide a written report to the Council twice a year.

3. Public Policy, Advocacy & Interagency Committee

a. Purpose

- i. Review federal and state legislation and agency policies and practices and to identify facilitators of and barriers to access and utilization of assistive technology services, devices, and funding sources.

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- ii. Work towards the development of cooperative agreements among government agencies.

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- 341 b. Methods
- 342 i. Quarterly reviews of federal and state legislation along with agency
- 343 notice to ascertain facilitators of and barriers to assistive
- 344 technology.
- 345 ii. Committee Members and FFAST Team Members may identify
- 346 opportunities for cooperative relationships and present them to the
- 347 Committee.
- 348 c. Reporting
- 349 i. The Committee shall provide a written report to the Council twice a
- 350 year.

351 4. Technology-awareness Committee

- 352 a. Purpose
- 353 i. Guide the council's public awareness, coordination, and
- 354 collaboration activities.
- 355 b. Methods
- 356 i. Quarterly reviews of the council's public awareness activities.
- 357 ii. Quarterly reviews of the council's coordination and collaboration
- 358 activities.
- 359 iii. Committee Members and FFAST Team Members may identify
- 360 opportunities for cooperative relationships and present them to the
- 361 Committee.
- 362 c. Reporting
- 363 i. The Committee shall provide a written report to the Council twice a
- 364 year.

365 The Co-Chairs, with approval of the Council, shall form committees, as needed.

366 The Co-Chairs shall make all appointments to committees. Member shall request
367 membership on any Committee.

368 Section 2: General Rules for Committees

369 Committees shall make reports to the Council.

370 Appointments to committees are not limited to Members. The Co-Chairs may appoint
371 Advisors with needed expertise and resources.

Bylaws for the Florida Assistive Technology Advisory Council

372 **Article IX Relationship to the Corporation's Budget**

373 **Section 1: Budgeting Framework**

374 **By the second Monday in May, the Council shall provide the FFAST Executive**
375 **Committee a Budget Framework along with a list of service priorities.**

376 **The Budget Framework shall include the following:**

- 377 **1. Any budgetary restrictions set by funding sources,**
- 378 **2. Maximum indirect costs percentages allowed by funding sources,**
- 379 **3. Estimations on new purchases for the device loan program,**
- 380 **4. The number of employees needed to perform mandated activities,**
- 381 **5. A list of needed infrastructure improvements,**
- 382 **6. Restrictions placed on the use of state financing investment funds for operations,**
383 **and**
- 384 **7. Proposed allocation plan for personnel and shared expenses.**

385 **Section 2: Budget Approval**

386 **Per the bylaws for FFAST, the Executive Director, Comptroller, and Treasurer shall**
387 **submit an annual budget to the BOD for the purpose of discussion, modification, and**
388 **approval.**

Bylaws for the Florida Assistive Technology Advisory Council

389 **Article X Executive Director**

390 **Section 1: Appointment**

391 The Council shall appoint the Executive Director.

392 **Section 2: Executive Director**

393 The Executive Director shall be responsible for the overall administration and day-to-
394 day direction of the Council activities.

395 **Section 3: Review**

396 The Co-Chairs shall be responsible for conducting the annual review of the Executive
397 Director. The Executive Director's review will include two sections. One section will
398 assess the performance of duties included in these Bylaws. The second section will
399 assess the performance of duties included in the FFAST Bylaws.

Bylaws for the Florida Assistive Technology Advisory Council

400 **Article XI**

401 Approval of original by-laws and subsequent amendments shall be by a two-thirds (2/3)
402 majority vote of Members.

403 Members shall receive original by-laws or proposed changes a minimum of fifteen (15)
404 days before consideration.

Bylaws for the Florida Assistive Technology Advisory Council

405 **Article XII Construction and Terms**

406 **Section 1: Conflicts**

407 If there is any conflict between the provisions of these Bylaws and the Articles of
408 Incorporation of this Corporation, the provisions of the Articles of Incorporation shall
409 govern. Should any of the provisions or portions of these Bylaws be held unenforceable
410 or invalid for any reason, the remaining provisions and portions of these Bylaws shall be
411 unaffected by such holding. All references in these Bylaws to the Articles of
412 Incorporation shall be to the Articles of Incorporation of this Corporation filed with the
413 Secretary of this State and used to establish the legal existence of this Corporation. All
414 references in these Bylaws to a section or sections of the Internal Revenue Code shall -
415 be to such sections of the Internal Revenue Code of 1986 as amended from time to
416 time, or corresponding provisions of any future federal tax code.

Bylaws for the Florida Assistive Technology Advisory Council

417 **Article XIII Miscellaneous Provisions**

418 **Section 1: Headings**

419 The headings throughout these Bylaws are for convenience and reference only and
420 shall in no way be deemed to define, limit, or add to the meaning of any provision
421 hereof.