



# Bylaws DRAFT

FLORIDA ALLIANCE FOR ASSISTIVE SERVICES & TECHNOLOGY

TTY: 1-877-506-2723 | Email: [Info@FAASTinc.org](mailto:Info@FAASTinc.org)

820 E. Park Ave, D-200, Tallahassee, Florida 32301

**FAAST.org**

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5                   **BYLAWS OF THE**  
6                   **FLORIDA ALLIANCE FOR ASSISTIVE SERVICES AND TECHNOLOGY, INC.**

7                   **ARTICLE I**

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

13      By Florida Statute 413.407, FAAST was created as a not-for-profit corporation with  
14      the Florida Assistive Technology Advisory Council (ATAC) serving as the  
15      corporation's Board of Directors.

17      FAAST qualifies as an exempt organization under 501(c)(3) of the Internal Revenue  
18      Code.

19  
20                   **ARTICLE II**

21  
22                   **SECTION 1: NAME**

24      The name of the corporation is the Florida Alliance for Assistive Services and  
25      Technology, Inc. ("FAAST").

27                   **SECTION 2: LOCATION (05/15/2018)**

29      The mailing and physical address for FAAST shall be:

31                   820 E Park Ave, D-200  
32                   Tallahassee, FL 32301

33  
34                   **ARTICLE III - PURPOSE**

36      FAAST is organized exclusively for charitable, educational, and scientific purposes  
37      pursuant to and for the purposes consistent with the mandates of §413.407, Florida  
38      Statutes, hereinafter referred to as the "FAAST Statute", consistent with the  
39      Technology-Related Assistance for Individuals with Disabilities Act of 1988, as  
40      amended in 2004. FAAST shall provide direction for the coordination and delivery

41 of appropriate, cost-effective, state-of-the-art assistive technology services and  
42 devices.

43

44 These bylaws shall be consistent and in accordance with the FAAST Statute. In case  
45 of any inconsistencies with the purposes mandated by the FAAST Statute or any  
46 other federal statute or regulation, the federal statutory or regulatory requirement  
47 shall have precedence.

48

## 49 **ARTICLE IV**

50

### 51 SECTION 1: GOVERNING BODY

52

53 The governing body of FAAST shall be the Assistive Technology Advisory Council  
54 ("ATAC"), which shall act as the Board of Directors for the Florida Alliance for  
55 Assistive Services and Technology, Inc. as set forth in the FAAST Statute. The ATAC  
56 shall be responsible for formulating policies and approving procedures required to  
57 fulfill the purpose of FAAST.

58

59 The purpose of the ATAC shall be to assist the state of Florida in carrying out the  
60 activities under the Assistive Technology Act, Pub. L. No. 108-364, as may be  
61 amended.

- 62
- 63 1. Advise and guide FAAST in the development, implementation, and evaluation  
64 of the activities carried out through the State Plan for Assistive Technology,  
including setting measurable goals.
  - 65 2. Guide FAAST and ensure compliance with the provisions of the Assistive  
Technology Act of 2004, Pub. L. No. 108-364,
  - 66 3. Advise the Executive Director on ways to improve the delivery of AT services  
67 and devices, including policy, regulations, procedures, and practices.

68

### 69 SECTION 2: MEMBERSHIP

70

71

72 The ATAC shall consist of the members as defined in the Technology Related  
73 Assistance for Individuals with Disabilities Act of 1988 (Pub. L. No. 100-407), as  
74 amended in 2004 (Pub. L. No. 103-218) and created by, and further defined by the  
75 FAAST Statute.

76

77 SECTION 3: COMPOSITION

78

79 The ATAC shall consist of representatives from the following categories:

- 80     • Category 1: The ATAC shall consist of a majority, no less than 51 percent, of  
81         individuals with disabilities that use assistive technology or the family  
82         members or guardians of the individuals.
- 83     • Category 2: One representative of a consumer organization concerned with  
84         assistive technology.
- 85     • Category 3: One representative of business and industry, including the  
86         insurance industry, concerned with assistive technology.
- 87     • Category 4: No less than one representative from each of the following:  
88         ○ the Division of Vocational Rehabilitation,  
89         ○ the Division of Blind Services,  
90         ○ a Center for Independent Living,  
91         ○ Workforce Florida, Inc., DBA CareerSource Florida  
92         ○ the Florida Department of Education, and  
93         ○ any other state agency that provides or coordinates services for  
94         persons with disabilities, if requested by a majority vote of the council  
95         members.

96

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

99

100 Total membership of the ATAC shall be in accordance with the Assistive Technology  
101 Act of 1998, as amended and the FAAST Statute.

102

103 Total membership of the ATAC may not be less than 15 members.

104

105 Members of the council must be geographically representative of the state and  
106 reflect the diversity of the state's population with respect to race, ethnicity, gender,  
107 age, type of disability, and type of disability-related services and devices received.

108

109 SECTION 4: VACANCIES

110

111 Vacancies occurring in the membership of the ATAC shall be filled as soon  
112 thereafter as may be convenient, but notwithstanding such vacancies the remaining  
113 members of the ATAC shall have authority to exercise the full powers of the ATAC.

114 The Executive Committee shall evaluate candidates for ATAC membership and

As Approved by ATAC on 2/16/2021; Amended 6/14/2022

115 present qualified individuals to the full ATAC, which may then be forwarded to the  
116 Director of the Division of Vocational Rehabilitation and the Commissioner of  
117 Education.

118

## 119 SECTION 5: APPOINTMENT AND TERMS

120

121 Each member of the ATAC shall serve for a term of not more than three years,  
122 except for a member appointed to fill the unexpired term of a vacancy. The new  
123 member shall serve the remaining term.

124

125 No member of the ATAC may serve more than two consecutive full terms, however,  
126 any appointment under the preceding paragraph to fill a vacancy, if for less than  
127 eighteen months, is not considered a term for these purposes of this paragraph.

128

129 A member who has served two consecutive terms and has been retired from the  
130 ATAC for at least three years may submit an application to the ATAC on the same  
131 basis as a new member.

132

## 133 SECTION 6: REAPPOINTMENT

134

135 Once an ATAC member has served a full three-year term, or is at the end of an  
136 appointment term to fill a vacancy, a member must confirm that they want to serve  
137 a second term and must be reappointed by the Commissioner of Education.

138

139 The ATAC member must confirm in writing that they would like to serve a second  
140 term no later than six months prior to term end date. In the absence of  
141 confirmation in writing, it is assumed that the ATAC member does not wish to seek  
142 a second term.

143

144 Confirmation may be sent to the executive director or a member of the executive  
145 committee. The executive committee must then confirm the reappointment for the  
146 ATAC member's information to be sent to the Director of the Division of Vocational  
147 Rehabilitation to follow the nomination process (see ARTICLE IV, SECTION 8:  
148 NOMINATIONS for more details).

149

150 The executive committee may deny that the ATAC member be reappointed. If that  
151 is the case, the executive committee must provide written documentation to the  
152 ATAC member to justify their decision.

153

## 154 SECTION 7: NOMINATIONS

155

156 The Commissioner of Education shall appoint members from a list of candidates  
157 proposed by the Director of the Division of Vocational Rehabilitation (DVR). The  
158 ATAC shall recommend qualified candidates to the Director of DVR for appointment  
159 to fill ATAC vacancies.

160

## 161 SECTION 8: LEAVE OF ABSENCE

162

163 Membership and appointments to the ATAC shall be in compliance with the FAAST  
164 Statute. ATAC members may request in writing from the full ATAC, a leave of  
165 absence, up to one year. Upon approval of a majority vote of the full ATAC, a leave  
166 of absence shall be granted. A leave of absence will extend the length of term of the  
167 ATAC member in exact proportion to the approved leave of absence. During the  
168 period of such leave, this person does not count in quorum requirements.

169

## 170 SECTION 9: ATTENDANCE

171

### 172 ATAC Meetings.

- 173 • Attendance of at least 50% of ATAC meetings, per fiscal year, is required to  
174 remain in good standing. Meetings may take place in person or by  
175 teleconference.
- 176 • Meeting attendance will be reviewed annually and if the ATAC member has  
177 attended less than 50% of meetings scheduled, the ATAC member will be  
178 contacted by the chair regarding corrective action.
- 179 • The chair will be responsible for contacting ATAC members and discussing  
180 any corrective action plans.
- 181 • ATAC members are asked to inform the chair or the executive director prior  
182 to an ATAC meeting of a known or pending absence.

183

### 184 Committee Meetings.

- 185 • ATAC members are expected to attend each committee meeting of the  
186 committee(s) which they are assigned.

- 187     • ATAC members are required to attend a minimum of 50% of all committee  
188       meetings of which they are scheduled to attend.  
189     • Committee attendance will be reviewed quarterly and if the ATAC member  
190       has attended less than 50% of meetings scheduled, the ATAC member will be  
191       contacted by the chair regarding corrective action.  
192     • ATAC members are asked to inform the committee chair or the executive  
193       director prior to an ATAC meeting of a known or pending absence.

194

## 195 SECTION 10: TERMINATION OF MEMBERSHIP

196

197 Removal. Any ATAC member may be removed by the ATAC upon recommendation  
198 of the Executive Committee if any of the following conditions exists:

- 199     • The ATAC member no longer qualifies under the FAAST Statute;  
200     • The ATAC member has more than 50% absences from ATAC or Committee  
201       meetings within one fiscal year.  
202     • The ATAC member engages in conduct that is in conflict with the Code of  
203       Ethics and Conflict of Interest Statements.

204

## 205 SECTION 11: INDEMNIFICATION

206

207 No member shall be liable in money damages to any person by virtue of any action  
208 taken as part of the member's responsibility unless:

- 209     • The member has breached their duties to FAAST, and said breach constitutes  
210       a violation of criminal law which the member had, or should have had,  
211       reason to understand was such violation;  
212     • The member has conducted a transaction from which they derive an  
213       improper benefit; or,  
214     • The member has perpetrated an act committed in recklessness, bad faith,  
215       maliciousness, or willful and wanton disregard of human rights, safety, or  
216       property.

217

218 FAAST may purchase and maintain insurance on behalf of any person who is or was  
219 a member, officer, employee, or agent of FAAST, or is or was serving at FAAST's  
220 request as a member, officer, employee, or agent of another corporation,  
221 partnership, joint venture, trust, or other enterprise against any liability asserted  
222 against them and incurred by them in any such capacity or arising out of their  
223 status as such, whether or not FAAST would have the power to indemnify them  
224 against such liability under the provisions of these Bylaws.

As Approved by ATAC on 2/16/2021; Amended 6/14/2022

225

226 SECTION 12: MEMBER RIGHTS AND RESPONSIBILITIES

227

228 Members serve without financial compensation but are entitled to be reimbursed  
229 for approved travel expenses in accordance with FAAST's travel policy.

230

231 SECTION 13: CONFLICTS OF INTEREST

232

233 The ATAC shall require a signed Conflict of Interest statement from every ATAC  
234 member on an annual basis.

235

236 No member of the ATAC shall participate in any discussion or vote on any matter in  
237 which they have a potential conflict of interest due to having material economic  
238 involvement regarding the matter being discussed. When such a situation presents  
239 itself, the member must announce their potential conflict, disqualify themselves,  
240 and be excused from the meeting until discussion is over on the matter involved.  
241 The chair of the meeting is expected to make inquiry if such conflict appears to  
242 exist and the ATAC member has not made it known. All ATAC members must  
243 faithfully conduct their duties, in their assigned roles and tasks, for FAAST's  
244 purpose, benefit and interest. ATAC members may not use their positions and  
245 affiliations with FAAST for personal benefit. Staff and ATAC members must consider  
246 and avoid not only actual conflicts but also the appearance of conflicts of interest.

247

248 SECTION 14: CODE OF ETHICS

249

250 The ATAC shall require a signed acknowledgement that the ATAC member has read  
251 the Code of Ethics upon appointment to the ATAC and upon each revision.

252

**253 ARTICLE V – EXECUTIVE COMMITTEE**

254

255 SECTION 1: CHAIR

256

257 The members of the ATAC shall select a chair from among the membership of the  
258 ATAC. No chair may be an elected member or an employee of a state agency or of  
259 any political subdivision of the state.

260

261 The chair of the ATAC shall have the powers and shall perform all the duties  
262 commonly incident to and vested in the office of chair or president of an  
263 organization including, but not limited to, chairing meetings of the executive  
264 committee and ATAC, calling meetings, preparing or approving agendas for the  
265 meetings, having general knowledge of the responsibility for supervision of the  
266 duties as the ATAC may designate.

267

268 The duties of the chair includes:

- 269 • Be a ATAC member in good standing.
- 270 • Preside at all ATAC meetings.
- 271 • Chair and serve on the executive committee.
- 272 • Collaborate with the executive director to establish the agenda for meetings  
273 of the ATAC and executive committee.
- 274 • Handle matters requiring ATAC attention before the next scheduled meeting  
275 and shall notify all ATAC members within 72 hours, in writing, of any decision  
276 made.
- 277 • Appoint at-large members to the executive committee.
- 278 • Appoint and remove all committee members, with the exception of the  
279 elected members of the Executive Committee.
- 280 • Appoint all committee and ad hoc task force chairs.
- 281 • Ensure that the functions of the ATAC as described in legislative regulations  
282 are carried out.
- 283 • Promote the ATAC's collaborative working relationship with agencies of state  
284 government in exercising their responsibilities to assistive technology users.
- 285 • Serve as the official spokesperson for the ATAC in all activities which the  
286 ATAC may deem proper and at those times when it is necessary for an  
287 opinion to be expressed for the ATAC but the ATAC has had no opportunity  
288 to act on that issue. The chair reports said actions to the full ATAC at the  
289 earliest opportunity.
- 290 • Provide support and guidance to the executive director in interpreting and  
291 carrying out ATAC activities.
- 292 • Lead the executive committee in an evaluation of the executive director each  
293 year.
- 294 • Encourage active involvement of all ATAC members.
- 295 • Oversee revision and review of the bylaws on an annual basis.
- 296 • Act as signing officers on organization accounts.

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- 297     • Determine corrective action of members regarding meeting attendance or  
298       conduct.  
299     • Grant excused absences from ATAC meetings.  
300     • Call and preside over special meetings of the ATAC when necessary.

301  
302     The chair will serve a one-year term. The chair will be elected annually at ATAC's 4th  
303     Quarter meeting. The chair may be elected to successive terms barring any other  
304     prohibition in these Bylaws.

305  
306     The chair will serve as ex officio members of each ATAC committee.

307  
308     SECTION 2: TREASURER/SECRETARY

309  
310     The members of the ATAC shall select a treasurer/secretary from among the  
311     membership of the ATAC annually.

312  
313     The treasurer/secretary shall have all the powers and shall perform all the duties  
314     commonly incident to and vested in the office of treasurer and secretary and other  
315     duties as the chair may designate.

316  
317     The treasurer/secretary shall be responsible for keeping records of ATAC actions,  
318     including overseeing the taking of minutes at all ATAC meetings, ensuring meeting  
319     announcements are sent timely, distributing copies of minutes and the agenda to  
320     each ATAC member, and assuring corporate records are maintained. The  
321     treasurer/secretary may delegate duties to the executive director or their designee  
322     without ceding responsibility.

323  
324     The duties of the treasurer/secretary include:

- 325     • Be member of the ATAC in good standing.  
326     • Serve on the executive committee.  
327     • Attend all ATAC and executive committee meetings.  
328     • Work with the executive director to develop and submit the annual operating  
329       budget in accordance with the upcoming year's federal and state allocations.  
330     • Review FAAST's financial statements regularly and report to the executive  
331       committee on a monthly basis and the ATAC on a quarterly basis.  
332     • Report to the ATAC the results and recommendations of the annual  
333       independent auditor's report.  
334     • Ensure development of financial policies and procedures.

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- Ensure the bylaws, Robert's Rules of Order and minutes from prior meetings are available for reference at all ATAC meetings.
- Reviews staff draft of minutes and action items from previous ATAC meetings prior to submission for review and acceptance.
- Maintains the official membership roll and communicates with designated staff to properly manage term limits, category requirements, and attendance requirements.
- Presides over roll-call for ATAC meetings and announces status of the establishment of quorum.
- Act as temporary chair in the event the chair is not in attendance.
- Act as the Custodian of Records for the organization under Florida public record law. The executive director shall act as the Custodian of Records Designee.
- Act as a signing officer on organization accounts.
- Perform other responsibilities assigned by the ATAC.
- Transfer, upon finishing term or resignation, all records to successor and orient new treasurer/secretary.

The treasurer/secretary will serve a one-year term.

The treasurer/secretary will serve as an ex officio member of the New Horizon Loan Program committee.

### SECTION 3: STATE REPRESENTATIVE

The members of the ATAC shall select a state representative from among the membership of the ATAC annually. The state representative must be a representative of state, local governmental or non-governmental agencies or groups concerned with assistive technology.

The duties of the state representative:

- Be member of the ATAC in good standing.
- Serve on the Executive Committee.
- Attend all ATAC meetings.

The state representative will serve a one-year term.

373 SECTION 4: EX OFFICIO MEMBERS

374

375 Ex officio members shall have all of the rights and obligations of the committees  
376 they serve on.

377

378 Ex officio members shall count towards quorum of a committee if there are not  
379 enough committee members present for quorum. Ex officio members do not count  
380 against quorum if they are not present for a committee meeting. If ex officio  
381 members are in attendance for a meeting, they are required to vote on any and all  
382 voting matters of the meeting.

383

384 **ARTICLE VI – REGULAR MEETINGS**

385

386 SECTION 1: MEETINGS

387

388 The ATAC shall meet no less than four times per year, either in person or  
389 electronically. Members may suggest meeting dates and locations.

390

391 The executive director shall be responsible for notifying members, distributing any  
392 needed materials in advance, publishing the required notice to comply with the  
393 Florida Open Meetings law, and making all other necessary arrangements.  
394 Specifically, all meeting materials must be posted to the FAAST website and sent to  
395 ATAC or committee members a minimum of seven calendar days before the  
396 meeting date.

397

398 SECTION 2: QUORUM

399

400 A quorum must be present before business is conducted by the Board or any of its  
401 committees. A quorum is required to take any official action or pass any motion.

402

403 ATAC Meetings.

- 404
- 405 • A quorum for the ATAC is one half, plus one, of the voting membership of the  
ATAC.
  - 406 • Meetings may be held without a quorum, but no official action may be taken.

407

408 Committee Meetings.

- 409
- 410 • A quorum for a committee is one-third (1/3) or three members of the  
committee membership, whichever is greater.

As Approved by ATAC on 2/16/2021; Amended 6/14/2022

411  
412 SECTION 3: MAJORITY VOTE  
413  
414 A majority is one half, plus one, of the voting members present at the meeting.  
415  
416 SECTION 4: PARLIAMENTARY PROCEDURES  
417  
418 Robert's Rules of Order, most recent edition, shall be followed by the ATAC in all  
419 cases involving parliamentary procedure when such rules do not conflict with the  
420 provisions of these bylaws. The rules may be suspended by a two-thirds (2/3) vote  
421 of the voting members present at any meeting of the ATAC or its committees.  
422  
423 SECTION 5: VOTING METHODS  
424  
425 All ATAC and committee votes will be conducted according to requirements and  
426 exceptions of Florida Statute 286.011, the Government in the Sunshine law.  
427  
428 SECTION 6: ACCESSIBILITY AND ACCOMMODATIONS  
429  
430 The ATAC shall only use accessible locations and methods for its meetings. The  
431 executive director, in consultation with the ATAC chair, shall designate meeting  
432 locations and methods.  
433  
434 The ATAC shall provide reasonable accommodations for ATAC and committee  
435 meetings to ATAC members and members of the public if requested in advance.  
436  
437 SECTION 7: MEETING AGENDAS  
438  
439 All members of the ATAC shall receive an agenda before each regularly scheduled  
440 meeting. The executive director, in consultation with the ATAC chair, shall prepare  
441 the agenda.  
442  
443 Members shall have an opportunity to add, delete, or modify agenda items at the  
444 beginning of all ATAC and committee meetings.  
445

446 The ATAC may limit discussion on agenda items at ATAC meetings. Supporting  
447 materials for agenda items shall be available in written form (accessible formats)  
448 and supplied to the ATAC along with the agenda prior to the meeting.

449

450 SECTION 8: MEETING MINUTES

451

452 The minutes of each meeting shall be provided to the members of the Board within  
453 seven calendar days after the meeting.

454

455 **ARTICLE VII - SPECIAL MEETINGS**

456

457 Special meetings may be called for the ATAC or any committee. The members that  
458 may call special meetings is the chair for ATAC meetings and the committee chairs  
459 for committee meetings.

460

461 The executive director shall be responsible for notifying members, distributing any  
462 needed materials in advance, publishing the required notice to comply with the  
463 Florida Open Meetings law, and making all other necessary arrangements.  
464 Specifically, all special meeting materials must be posted to the FAAST website and  
465 sent to ATAC or committee members a minimum of seven calendar days before the  
466 special meeting date.

467

468 Special meeting agendas are limited to the topics required to be handled before the  
469 next regularly scheduled meeting of the ATAC or committee. No business items  
470 may be considered during an emergency meeting that were not specified in the  
471 Notice of Emergency Meeting.

472

473 The provisions of Article VI, Section 2 through Section 8, shall apply to Emergency  
474 Meetings, except that Members shall not have an opportunity to add, delete, or  
475 modify agenda items at emergency meetings.

476

477 **ARTICLE VIII - COMMITTEES**

478

479 SECTION 1: EXECUTIVE COMMITTEE

480

481 An executive committee shall be elected by a majority vote of the ATAC.

482

483 Candidates for election to the executive committee shall be those members who  
484 are eligible to serve, in accordance with the FAAST Statute, and consent to inclusion  
485 in the ballot.

486

487 The Executive Committee shall consist of no less than five:

- 488 • The Chair of the ATAC.
- 489 • One (1) representative of state, local governmental or non-governmental  
490 agencies or groups concerned with assistive technology.
- 491 • The Treasurer/Secretary.
- 492 • Two at-large ATAC members.

493

494 ATAC members must be in good standing to be eligible to serve on the executive  
495 committee. Voting shall occur during the final quarterly ATAC meeting of FAAST's  
496 fiscal year.

497

498 The duties of the executive committee:

- 499 • The Executive Committee shall be responsible for handling matters requiring  
500 ATAC attention prior to the next scheduled meeting and such other duties as  
501 shall be designated by the full ATAC.
- 502 • Makes recommendations to the ATAC regarding matters for which full ATAC  
503 approval is necessary or desirable.
- 504 • Serves as the finance and audit committee by regularly reviewing FAAST  
505 financial statements and overseeing the annual financial audit.
- 506 • Serves as the nominating committee by reviewing any applicants to the ATAC  
507 and recommending applicants to the full ATAC for approval.

508

509 Roberts Rules of Order (most recent edition) shall serve as the parliamentary  
510 authority to appeal decisions made by the Executive Committee.

511

512 The terms of the executive committee members shall be one (1) year ending on at  
513 the conclusion of each 4<sup>th</sup> Quarter Annual Meeting where elections are held.

514

515 The chair is the chair of the executive committee and the ATAC. The executive  
516 committee meets regularly as determined by the chair.

521 SECTION 2: STANDING COMMITTEES

522

523 Standing committees may be established by the ATAC. Ad hoc committees can be  
524 established "as needed" by a standing committee, chair, executive committee, or  
525 committee chairs. New committees must be budget neutral or have approval of the  
526 full ATAC.

527

528 Committees will make recommendations to the ATAC regarding matters for which  
529 full ATAC approval is necessary or desirable.

530

531 The terms of committee members shall be one (1) year ending at the conclusion of  
532 each 4<sup>th</sup> Quarter Annual Meeting where elections are held.

533

534 The committee chair is appointed by the chair. Committees meet regularly as  
535 determined by the committee chair.

536

537 SECTION 3: NON-ATAC MEMBERS ON COMMITTEES

538

539 Appointments to committees or ad hoc committees are not limited to ATAC  
540 members. Individuals with needed expertise and resources may apply to the ATAC  
541 to serve on committees or task forces.

542

543 Interested individuals must complete the application process for ATAC members  
544 and must receive majority support from the ATAC to begin committee service.

545

546 Non-ATAC members who have been appointed by the ATAC to serve on a  
547 committee have the full voting power of an ATAC committee member.

548

549 Non-ATAC members may serve a one-year committee term and shall be eligible for  
550 reappointment to serve a total of three-years on a committee. Non-ATAC members  
551 must complete the application process for each committee they wish to serve on.

552

553 The Executive Committee is not open to Non-ATAC committee members. Non-ATAC  
554 members are held to the same standards and requirements as full members (i.e.,  
555 Sunshine law, conflict of interest, code of ethics, lobbying prohibitions, etc.)

556

557

558

559   **ARTICLE IX**

560

561   SECTION 1: ADMINISTRATION

562

563   The executive director, in accordance with the FAAST Statute, shall be the ATAC's  
564   direct representative in the administrative management of FAAST, Inc. The  
565   executive director shall have general supervision over the property, business, and  
566   affairs of FAAST and shall perform all duties incident to such office, subject to the  
567   direction of the ATAC. The executive director shall have other such powers and  
568   duties as may be designated by the ATAC.

569

570   The executive director may execute, as an agent of FAAST, all deeds, mortgages,  
571   bonds, contracts, and other obligations assigned to FAAST, subject to the direction  
572   of the ATAC. Other obligations includes managing bank accounts, being a signatory  
573   on all FAAST bank, deposit, and investment accounts. The executive director must  
574   receive Executive Committee approval to open or close any FAAST bank, credit card,  
575   and investment accounts.

576

577   The executive director shall ensure that minutes of all ATAC meetings are kept and  
578   shall have general charge of records of FAAST. The executive director shall give all  
579   ATAC members notice of all meetings. The executive director shall receive and have  
580   charge of all financial instruments belonging to FAAST and shall administer them as  
581   ordered by the ATAC. The executive director shall keep accurate financial accounts  
582   and hold the same which are open for inspection and examination by the ATAC.

583

584   The executive director shall implement any strategic plan that has been approved  
585   by the ATAC and shall regularly inform the ATAC about progress, impediments and  
586   changes needed to execute the strategic plan.

587

588   The executive director has the sole authority to direct staff.

589

590   The executive director serves at the pleasure of the ATAC and can be removed from  
591   their position in a two-thirds (2/3) vote of the full ATAC at a meeting where a  
592   quorum is present. An emergency meeting may be called to terminate the  
593   employment of the executive director if actions must be taken before the next  
594   scheduled quarterly ATAC meeting.

595

596 At the end of the executive director's employment, the former executive director  
597 shall turn over all FAAST property in their charge as directed by the chair to either a  
598 successor or to the ATAC in trust for a successor.

599

## 600 SECTION 2: EXECUTIVE DIRECTOR'S REVIEW

601

602 The ATAC shall be responsible for conducting the annual review of the executive  
603 director.

604

605 A member of the executive committee (selected by the executive committee) shall  
606 be responsible for compiling the results of the executive director's annual review  
607 and sharing the results with the ATAC.

608

609 In the event that the executive director position becomes open, the ATAC will solicit  
610 volunteers for a Search Committee; the committee will be established by the full  
611 ATAC; the committee will refer to the ATAC Manual's procedures for hiring the  
612 executive director.

613

## 614 **ARTICLE X FISCAL YEAR**

615

616 The fiscal year shall operate on the federal fiscal year, beginning October 1 and  
617 ending on September 30 of each year.

618

619 Some contracts and agreements may operate from time to time on a fiscal year not  
620 coinciding with the federal fiscal year. In these instances, the FAAST budget will  
621 show the delineation as appropriate.

622

## 623 **ARTICLE XI APPLICABLE LAWS**

624

625 Applicable laws governing members of ATAC shall govern their responsibilities and  
626 duties, both procedural and substantive, as members of the ATAC.

627

## 628 **ARTICLE XII AMENDMENTS TO THE BYLAWS**

629

630 The Bylaws may be amended or revised by a super-majority (2/3) vote by the full  
631 ATAC. Such amendments or revisions must be presented in writing to the  
632 members of the ATAC 15 working days prior to such vote.

633

634 **ARTICLE XIII DISSOLUTION OF THE ORGANIZATION**

635

636 As required in FAAST's Articles of Incorporation, upon the dissolution of the  
637 corporation, its assets shall be distributed to the State of Florida, Department of  
638 Education, Division of Vocational Rehabilitation, unless any particular identifiable  
639 asset enters the corporation under conditions requiring that upon dissolution such  
640 asset be returned to an identifiable person or entity that is exempt within the  
641 meaning of 501(c)(3).

642

643 The dissolution of FAAST shall be completed by a super-two-thirds (2/3) vote by the  
644 full ATAC.

645