**BYLAWS OF NEBRASKA DECA**

**ARTICLE I – NAME**

 The name of this organization shall be “Nebraska DECA” with the following mission statement; “DECA prepares emerging leaders and entrepreneurs in marketing, finance, hospitality and management.” The words “Nebraska DECA Association” and “Nebraska DECA” may be officially used to designate Nebraska DECA, its local chapters or members thereof.

**ARTICLE II – OFFICES**

 The principal office of Nebraska DECA, shall be located at 301 Centennial Mall South, Lincoln, Nebraska. Nebraska DECA may have such other offices, either within or without the State of Nebraska, as the Board of Directors may designate from time to time. The registered office of Nebraska DECA shall be as set forth in the Articles of Incorporation and may be changed from time to time by the Board of Directors.

**ARTICLE III – OBJECTIVES**

 Nebraska DECA shall develop, promote, organize, sponsor and support activities, conferences, competitions, conventions, and educational programs that:

1. Assist the formation and growth of local DECA Chapters in secondary schools and the formation and growth of local Collegiate DECA chapters in post-secondary schools in Nebraska;
2. Integrate into classroom instruction, providing authentic, experiential learning methods to prepare members for college and careers;
3. Applies learning through project-based activities that require creative solutions with practical outcomes;
4. Connects to business to provide members realistic insight into industry and promote meaningful, relevant learning;
5. Promotes competition, driving members to excel and improve their performance
6. Prepares the next generation to be academically prepared, community oriented, professionally responsible, experiences leaders.

**ARTICLE IV – ORGANIZATIONAL STRUCTURE**

 **Section 1. International Organization.** Nebraska DECA is an affiliated chapter of the DECA, Inc.

 **Section 2. Chartered Association**. Nebraska DECA is an association organization of local chapters that have received DECA or COLLEGIATE DECA charters from Nebraska DECA.

 **Section 3. Local Chapters.** Any student who is enrolled in, or has successfully completed, a marketing, management, finance, hospitality or entrepreneurship education course or a related business course at a school that sponsors a local DECA chapter is entitled to become an active student member of that DECA chapter. Any postsecondary student at a school that sponsors a local COLLEGIATE DECA chapter who has an interest in enhancing skills in marketing, management and entrepreneurship, and who meets the school’s criteria for membership is entitled to become a member of that COLLEGIATE DECA chapter.

 **Section 4. Issuance of Charters**. Students who wish to form a local DECA or COLLEGIATE DECA Chapter within the State of Nebraska shall apply for a charter from Nebraska DECA. Such students shall meet, organize and adopt a chapter Constitution that does not conflict with these Bylaws or the Constitution and Bylaws of DECA, Inc. They shall elect officers, establish a program of activities and complete the appropriate application for a charter from Nebraska DECA. After the application has been received and approved by the Board of Directors, the proposed local chapter shall then be known as a chapter of Nebraska DECA. A charter will be granted pursuant to this Section by Nebraska DECA upon the Board of Directors’ receipt and approval of the following:

1. A copy of the proposed Constitution (and Bylaws where applicable) of the local chapter
2. A copy of the chapter Program of Activities;
3. Full payment of applicable state and national dues;
4. A list of all chapter advisors, officers and a current membership roster; and
5. Any other materials requested by the Board of Directors

**Section 5. Chapters in Good Standing.**  A local DECA or COLLEGIATE DECA chapter will be considered in good standing with Nebraska DECA when all of the following conditions are satisfied:

1. The Chapter provides full payment of all State and National dues on a timely basis:
2. The chapter provides full payment of all conference fees on a timely basis:
3. All reports, rosters, organizational documents and materials requested by the Board of Directors are received and approved by the Board of Directors; and
4. The local chapter’s Constitution (and Bylaws where applicable) do not conflict with these Bylaws or the Constitution and Bylaws of DECA, Inc.

**Section 6: Chapters Not in Good Standing.** If a local DECA or COLLEGIATE DECA chapter is not in good standing, the local chapter (i) will not be eligible to receive any chapter award during the applicable school year, (ii) will forfeit all delegate seats for delegate assemblies, (iii) may not be represented by any teams or individuals in any competitive event program sponsored or organized by Nebraska DECA, and (iv) may not allow any individual or team to represent Nebraska DECA in international competition. The Board of Directors shall provide notice to local chapters as to whether said chapters are in good or bad standing. The Board of Directors may reinstate a local chapter’s good standing upon receipt of delinquent materials from the chapter or upon the completion of any other remedial action which the Board of Directors deems appropriate, in its sole discretion.

**ARTICLE V – MEMBERSHIP**

**Section 1. Types of Membership.** Local DECA and COLLEGIATE DECA chapters shall have four types of membership: (i) Student Membership-Active; (ii) Student Membership-Associate; (iii) Professional; and (iv) Alumni. Honorary Life Membership in Nebraska DECA may also be granted to certain individuals by the Board of Directors in accordance with these Bylaws.

**Section 2. Student Membership-Active.** Any student who is enrolled in, or has successfully completed, a marketing, finance, hospitality, management, or entrepreneurship education course or a related business course at a school that sponsors a local DECA chapter is entitled, subject to local membership requirements, to become an active student member of that DECA chapter. Any postsecondary student as a school that sponsors a local COLLEGIATE DECA chapter who has an interest in enhancing skills in marketing, management and entrepreneurship, and who meets the school’s criteria for membership is entitled to become a member of that COLLEGIATE DECA CHAPTER.

**Section 3. Student Membership-Associate.** Any student of any school that sponsors a local DECA or COLLEGIATE DECA chapter who has declared an interest in marketing, finance, hospitality, management or entrepreneurship or who has decided to pursue a career in marketing, management or entrepreneurship shall be entitled, subject to local membership requirements, to become an associate student member of that chapter. Associate student members shall not be eligible to compete at district, state or international competitions and shall not be entitled to hold a state office in Nebraska DECA. All other rights and privileges of active student membership shall be entitled to associate student members.

**Section 4. Professional.** Professional educators, including but not limited to counselors and administrators at any school that sponsors a local DECA or COLLEGIATE DECA chapter, who are interested in advancing marketing, finance, hospitality, management and entrepreneurship education are entitled to become professional members of that DECA or COLLEGIATE DECA chapter. Professional membership in Nebraska DECA shall also be open to parents of student DECA or COLLEGIATE DECA members, business persons and others interested in and supportive of Nebraska DECA.

**Section 5.**  Alumni. Alumni membership shall be open to former student members who are not currently enrolled in a marketing, finance, hospitality, management or entrepreneurship course or program.

**Section 6. Honorary Life Membership.** Honorary Life Membership in Nebraska DECA shall be reserved for those individuals who have provided significant service to Nebraska DECA and who have been approved for such membership by the Board of Directors. Honorary Life Members shall not pay state dues. Nebraska DECA will pay the national dues for all Honorary Life Members.

**Section 7. Annual Dues.** Membership dues in local DECA or COLLEGIATE DECA chapters of Nebraska DECA shall be determined on an annual basis by action of each local chapter. Membership in local chapters shall be granted only to those individuals who have fully paid all applicable state and national dues. Each local DECA and COLLEGIATE DECA chapter shall be responsible for remitting all dues for its members in accordance with applicable procedures adopted by the Board of Directors.

**ARTICLE VI – ANNUAL PROGRAMS**

**Section 1. FALL LEADERSHIP CONFERENCE.** A Fall Leadership Development Conference shall be held annually within the State of Nebraska, at a time and place designated by the Board of Directors, acting upon the recommendation of the Nebraska State Advisor. The purpose of the Annual Fall Leadership Development Conference shall be to conduct the business of Nebraska DECA and to provide leadership and career development training to participating members. All members of local DECA and COLLEGIATE DECA chapters may attend the Annual Fall Leadership Development Conference upon payment of the applicable registration fee which shall be determined annually by the Board of Directors.

**Section 2. State Career Development Conference.** A State Career Development Conference shall be held annually within the State of Nebraska, at a time and place designated by the Board of Directors acting upon the recommendation of the Nebraska DECA State Advisor. The purpose of the Annual State Career Development Conference shall be to conduct the business of Nebraska DEA, to recognize outstanding achievements of local DECA and COLLEGIATE DECA chapters and members thereof, and to provide leadership and career development education. All members in good standing of local DECA and COLLEGIATE DECA chapters may attend the Annual State Career Development Conference upon payment of the applicable registration fee which shall be determined annually by the Board of Directors.

**Section 3. International DECA Career Development Conference.** Nebraska DECA may be represented by delegates at the International DECA Career Development Conference, which delegates shall be selected by the Nebraska DECA State Advisor in the manner prescribed by the constitution, policies and procedures of DECA, Inc. Nebraska DECA’s voting delegates shall be chaired by the Nebraska DECA President.

**Section 4. International COLLEGIATE DECA Career Development Conference.** Nebraska DECA shall be represented by registered participants at the International COLLEGIATE DECA Career Development Conference, which registered participants who shall meet the qualification guidelines issued by the Board of Directors and by DECA, Inc. Nebraska DECA’s voting delegates shall be chaired by the President of Nebraska DECA.

**Section 5. Delegate Assembly.** Official business of Nebraska DECA may be transacted at a Delegate Assembly by voting delegates representing local DECA and COLLEGIATE DECA chapters during the Annual Fall Leadership Development Conference or the Annual State Career Development Conference. A Delegate Assembly may also be held at any time upon the declaration of an emergency by the Board of Directors. A quorum of the transaction of business at a Delegate Assembly shall equal a majority of all delegates from all DECA and COLLEGIATE DECA chapters. Each local DECA and COLLEGIATE DECA chapter in good standing shall be entitled to be represented by voting at all official Delegate Assemblies. The number of voting delegates representing each local DECA and COLLEGIATE DECA chapter shall be determined in accordance with guidelines established by the Board of Directors.

**ARTICLE VII – STUDENT OFFICERS AND STATE ADVISOR**

**Section 1. Nebraska DECA Student Officers.** The officers of Nebraska DECA shall consist of a President, a Secretary, and up to five Vice Presidents. Each officer must be an active student member in good standing of a local DECA chapter. To qualify for an office in Nebraska DECA, each candidate must satisfy academic requirements established by the Board of Directors, and each candidate must complete and submit an application (the form of which shall be approved by the Board of Directors) to Nebraska DECA in a timely manner. No more than two members of any local DECA chapter may serve as an officer of Nebraska DECA at any fixed point in time. Each local DECA chapter may annually submit candidates from its membership to serve as officers of Nebraska DECA. Each local DECA chapter may develop or establish its own procedure for designating the chapter’s candidate or candidates. No individual shall hold more than one office in Nebraska simultaneously.

**Section 2. Election and Term of Office.** Prior to the Annual State Career Development Conference, the Screening Committee, as defined in Section 3 of this Article, shall annually selected candidates, from among all officer applicants, who shall be entitled to campaign for the office designated by the Screening Committee during the applicable Annual State Career Development Conference. Officers of Nebraska DECA shall be elected from among the candidates selected by the Screening Committee, by a majority of the votes cast by the voting delegates during Nebraska DECA’s State Career Development Conference Delegate Assembly. Each officer of Nebraska DECA shall hold office until his or her successor is duly elected and qualified.

**Section 3. Screening Committee.** The Screening Committee shall consist of who shall be selected by the Nebraska DECA State Advisor. The Screening Committee shall be established annually within a reasonable period of time preceding the Annual State Career Development Conference.

**Section 4. Removal.**  Any officer of Nebraska DECA may be removed by the Board of Directors whenever, in its judgment, said officer is in violation of the officer code of conduct or the best interests of Nebraska DECA would be served thereby.

**Section 5. Vacancies.** A vacancy in any office, because of death, resignation, removal, disqualification, or otherwise may be filled by the Board of Directors for the unexpired portion of the term so vacated.

**Section 6. Compensation.** Officers of Nebraska DECA shall service without compensation, except that they may, at the discretion of the Board of Directors, be allowed and paid their actual and necessary expenses.

**Section 7. President.** The President shall preside at all business meetings and delegate assemblies which occur during Nebraska DECA’s Annual State Career Development Conference and Annual Fall Leadership Development Conference. Except as otherwise provided by these Bylaws, the President shall appoint the members of all committees and may serve as an ex officio member of all committees. The President shall fulfill all other duties as directed by the Board of Directors and Nebraska DECA State Advisor.

**Section 8. Secretary.** In the absence of the President, the Secretary shall perform the duties of the President, and when so acting, shall hall all the powers of and be subject to all the restrictions upon the President. The Secretary shall keep accurate minutes of all meetings and conferences sponsored by Nebraska DECA and of all Board of Directors meetings. The Secretary shall fulfill all other duties as directed by the President and Nebraska DECA State Advisor.

**Section 9. Vice Presidents.** The Vice Presidents shall promote the general welfare of Nebraska DECA and fulfill all duties assigned to them from time to time by the President, the Nebraska DECA State Advisor or the Board of Directors.

**Section 10. State Advisor.** The Nebraska DECA State Advisor shall be responsible for the overall growth and development of Nebraska DECA, shall oversee and coordinate all of Nebraska DECA’s activities and programs. The Nebraska DECA State Advisor shall serve as a liaison between the Board of Directors and the Nebraska Department of Education. The Nebraska State Advisor shall perform those duties and responsibilities assigned by the Board of Directors.

**ARTICLE VIII – BOARD OF DIRECTORS**

 **Section 1. Composition of Board.** The affairs of Nebraska DECA shall be managed by its Board of Directors. The Board of Directors shall be composed of:

1. Six local DECA chapter advisors, who shall be appointed by the Board. All local chapter advisors who serve as directors must be professional members in good standing of DECA. Each director shall serve a four-year term on the Board of Directors.
2. Four alumni or collegiate DECA delegates, who shall be appointed by the Board. Those who serve as directors must be active members in good standing of the alumni association or local COLLEGIATE DECA chapters. Each director elected in this manner shall serve a four-year term on the Board of Directors. It is the intention of the Board to have equal representation of each entity.
3. Four partners from business/industry, who shall be appointed by the Board of Directors. The terms of office of these directors shall be four years and shall be staggered so that two will be appointed every year.
4. The Nebraska DECA State Advisor, who shall serve as a non-voting ex officio member of the Board.
5. Any member thereof may be removed by the chairperson of the Board whenever, in his or her judgement, the best interests of Nebraska DECA shall be served by such removal.

The number of Directors may be increased or decreased from time to time by amendment to these Bylaws. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director.

 **Section 2. Responsibilities.** The responsibilities of the Board of Directors shall include, but shall not be limited to the following: (i) maintaining general direction and control over the affairs of Nebraska DECA, and ensuring that established policies are enforced and carried out; (ii) establishing and developing policies for the sound management and operation of Nebraska DECA; (iii) providing advice and direction to the Nebraska DECA State Advisor to carry out the policies, programs and goals of Nebraska DECA and to ensure the financial viability of Nebraska DECA; and (iv) consulting with the Nebraska DECA State Advisor, and State Officers to plan and coordinate competitions, conferences, conventions and other activities of Nebraska DECA.

 **Section 3. Committees of Directors.** Executive Committee comprised of President, President-Elect, and Treasurer shall be appointed a one-year term and will also include the Past-President. The Board of Directors, by resolution, may designate one or more committees, each of which shall consist of two or more directors. Any such committee can be granted the authority of the Board of Directors in the management of Nebraska DECA. The creation of such a committee and the delegation thereto of such authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed by law.

 **Section 4. Vacancies.** Any vacancy occurring on the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor in office.

 **Section 5. Regular Meetings.** The Board of Directors shall provide, by resolution, the time and place either within or without the State of Nebraska for the holding of regular meetings of the Board without other notice than such resolution.

 **Section 6. Special Meetings.** Special meetings of the Board of Directors may be called by, or at the request of, the Nebraska DECA State Advisor, the Nebraska DECA President or any two directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Nebraska, as the place for holding any special meeting of the Board of Directors called by them.

 **Section 7. Notice**. Notice of any special meeting of the Board of Directors shall be given by written notice delivered personally or sent by mail, email or facsimile to each director at least 10 days prior to the meeting. If sent by facsimile, such notice shall be deemed to be delivered when transmitted to the facsimile number of the director as it appears on the records of Nebraska DECA. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law of these Bylaws.

 **Section 8. Quorum.** A majority of directors shall constitute a quorum for the transaction of business at any meeting by the Board of Directors.

 **Section 9. Manner of Acting.** The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or these Bylaws.

 **Section 10.** Compensation. Directors shall not receive any stated salaries for their services but, by resolution of the Board, expenses may be allowed for attendance at regular or special meetings of the Board.

 **Section 11.** Non-Liability of Directors. Directors shall not be liable for the debts, liabilities or other obligations of Nebraska DECA.

 **Section 12. Action Without Meeting.** Any action which may be taken at a meeting of the Board of Directors may be taken without a meeting if authorized by a writing signed by all directors and filed with the Nebraska DECA Secretary and the Nebraska State Advisor.

 **Section 13. Telephone Conference.** Directors may participate in a meeting through the use of conference telephone or similar communications equipment so long as all directors participating in such meeting can hear one another. Participation in a meeting pursuant to this Section shall constitute presence in person at the meeting.

 **Section 14.** **Chairperson.** One of the directors, who is a business/industry partner or an advisor of a local chapter, shall be appointed to serve as the chairperson of the Board of Directors by a majority vote of the Board of Directors at any regular or special meeting. The chairperson may serve in that capacity until his or her successor in office is duly elected and qualified; provided however, the Board may appoint a new chair person at any regular or special meeting of the Board.

**ARTICLE IX – CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

 **Section 1. Contracts.** The Board of Directors may authorize any agent or agents of Nebraska DECA to enter into any contract or to execute and deliver any instrument in the name of and on behalf of Nebraska DECA, and any such authority may be general or confined to specific instances.

 **Section 2. Checks, Drafts or Orders for Payment.** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of Nebraska DECA shall be signed by such officers or agents of Nebraska DECA and in such a manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed only by the Nebraska DECA Board President, Treasurer, or Nebraska DECA designee.

 **Section 3. Deposits.** All funds of Nebraska DECA shall be deposited from time to time to the credit of Nebraska DECA in such banks, trust companies or other depositories as the Board of Directors may select.

 **Section 4. Dues and Fees**. The Board of Directors shall establish annual dues or fees which must be paid to Nebraska DECA annually by local DECA chapters within the State of Nebraska in order to qualify for and maintain affiliation with Nebraska DECA.

**ARTICLE X – MISCELLANEOUS**

 **Section 1. Books and Records.** Nebraska DECA shall keep correct and complete books and records of account and shall also keep minutes of all actions taken during all Association meetings and conferences and all meetings of the Board of Directors.

 **Section 2. Fiscal Year.** The fiscal year of Nebraska DECA shall begin on the first day of July and end on the last day of June in each year.

 **Section 3. Waiver of Notice.** Whenever any notice is required to be given under the provisions of the Nebraska Nonprofit Corporation Act or under the provisions of the Articles of Incorporation of these Bylaws, a waiver thereof, in writing, signed by the person or persons entitles to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

 **Section 4. Parliamentary Authority.** The rules contained in a current edition of Robert’s Rules of Order shall govern Nebraska DECA in all applicable cases so long as such rules are not inconsistent with these Bylaws or any applicable statute or rule of law.

 **Section 5. Policy Statements and Handbooks.** Special policy statements, procedures and codes of conduct may be established and modified from time to time by the Board of Directors. Such policy statements, procedures and codes of conduct may be compiled in any number of handbooks and manuals. In the event any policy statement, procedure or code of conduct set forth in a manual or handbook conflicts with any provision set for in these Bylaws, the Bylaws shall prevail.

**ARTICLE XI – AMENDMENT**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by action of a two-thirds majority of the Board of Directors present and voting at a regular or special meeting of the Board of Directors. Suggestions for the amendment or revision of these Bylaws may be submitted for consideration to the Board of Directors by any local DECA or COLLEGIATE DECA chapter. The Board of Directors must consider any such suggested amendment or revision but shall not be obligated to approve and adopt the same.

Adopted: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Date President