

As amended September 19, 2024

**NATIONAL ASSOCIATION FOR STATE COMMUNITY SERVICES PROGRAMS
BYLAWS**

I TITLE, PURPOSE AND FUNCTIONS

- Section 1 The name of the organization shall be the National Association for State Community Services Programs, hereinafter referred to as the Association.
- Section 2 The Association is composed of a network of state representatives responsible for the administration of the Community Services Block Grant (CSBG), under the framework of the Community Services Block Grant Act of 1981, as amended, and the Weatherization Assistance Program (WAP), under the framework of the Energy Conservation and Production Act of 1976, as amended. For purposes of these bylaws, a “state” is defined to include a “commonwealth, U.S. territory, and the District of Columbia
- Section 3 The mission of the Association is to increase capacity in states to achieve economic security and energy efficiency in low-income communities.
- Section 4 The Association achieves its mission by:
- a. Articulating and promoting the essential role of state agencies in the effective oversight and stewardship of federal funds in order to assure that:
 - Individuals and families with low incomes are stable and achieve economic security
 - Communities where people with low incomes live are healthy and offer economic opportunity, and
 - People with low incomes are engaged and active in building opportunities in communities.
 - b. Providing a mechanism for the coordination, collection, dissemination and exchange of information among the State CSBG and WAP Offices.
 - c. Providing a forum for the expression of viewpoints concerning:
 - i. Current and proposed legislation
 - ii. Coordination of poverty, energy, and green economy programs identified per law and state involvement in their development, implementation, operation, and issues.
 - d. Proposing anti-poverty policy, providing program administrative advice, and analyzing programs and benefits among both public and private institutions, thereby enhancing states’ capabilities and responsibilities for impacting the causes and effects of poverty.
 - e. Providing advocacy on behalf of its membership, fostering strong and continuing participation by the membership in the business of the Association,

and serving as a vehicle for communication among state and federal agencies and groups with related interests.

- f. Providing training and technical assistance to state CSBG and WAP offices to support high performing, accountable, and effective State office operations.
- g. Receiving grants, donations, and gifts made for the purpose of contributing to the Association's purpose.
- h. Protecting and promoting the best interests of low-income individuals and families by assisting with the improvement of services and the delivery of services designed to address the issues of poverty.

II ASSOCIATION MEMBERSHIP

- Section 1 Membership in the Association shall be open to each state, commonwealth or organized territory having a duly designated CSBG or WAP office.
- Section 2 Each program shall be assessed annual dues as determined by the Board of Directors and approved by the membership. This payment shall satisfy the total membership fee for the fiscal year of the Association beginning on January 1 and expiring on December 31 of each year. Notice of dues shall be sent no later than September 30 of each year.
- Section 3 Dues are considered delinquent if not paid by April 1 of the year after the notice of dues is sent. Should a Board member or member agency be more than 1 year delinquent; membership shall be revoked until the delinquency is addressed. The Executive Committee shall have the authority to issue exceptions to this process as special circumstances are presented.
- Section 4 Late dues, not paid by April 1 may result in a state's access to membership resources being revoked or placed inactive until the dues are paid.

III VOTING MEMBERS

- Section 1 Voting Members shall be Directors of the CSBG Program, WAP Directors or their designated representatives. Each state may have, but not exceed, two voting members, one representing the CSBG program and one representing the WAP.
- Section 2 During the course of business meetings (See Article XIII, Sec 1) authorized voting members, as defined in Section 1 of this Article, may be called upon to vote on matters affecting Association business or policies, including conference location, executive director, committee reports, and other matters called by the Board President.
- Section 3 The Association shall be notified of changes in voting members by the states or similar entities.

Section 4 Only dues paying members, in compliance with the requirements of Article II, Section 2, will have the privilege of voting and serving as officers or directors of the Association.

IV BOARD OF DIRECTORS

Section 1 There shall be a Board of Directors of the Association.

Section 2 The Board of Directors shall consist of the elected officers of the Association and two duly elected Regional Program Representatives for each of the association's designated regions (See Section 3 immediately following) and the immediate past President, as eligible.

Section 3 Members within each of the five designated Association Board Regions, as listed below, shall select two CSBG Program Representatives, and two WAP Program Representatives as their Regions' representatives to the Board of Directors.

| | Region 1 | Region 2 | Region 3 | Region 4 | Region 5 |
|-----------|----------------------|-----------------|-----------------|-----------------|--------------------|
| 1 | Connecticut | Virginia | Arkansas | Illinois | California |
| 2 | Maine | West Virginia | Louisiana | Indiana | Alaska |
| 3 | Massachusetts | North Carolina | New Mexico | Michigan | Arizona |
| 4 | New Hampshire | South Carolina | Oklahoma | Ohio | Idaho |
| 5 | Rhode Island | Georgia | Texas | Minnesota | Nevada |
| 6 | Vermont | Florida | Kansas | Wisconsin | Oregon |
| 7 | New Jersey | Kentucky | Iowa | North Dakota | Washington |
| 8 | New York | Tennessee | Missouri | South Dakota | Utah |
| 9 | Maryland | Alabama | Nebraska | Montana | Hawaii |
| 10 | Delaware | Mississippi | Virgin Islands | Wyoming | N. Mariana Islands |
| 11 | Pennsylvania | Puerto Rico | | Colorado | American Samoa |
| 12 | District of Columbia | | | | Guam |

Section 4 Regular meetings of the Board of Directors shall be held at least twice a year at the Annual and Winter conferences. The President, or designee, may call special meetings, giving as much advance notice as possible.

Section 5 When neither Regional Program Representative can attend any meeting of the Board, the Regional Program Representatives may designate another member from the region to represent the region with full voting privileges. The absent Representatives will notify the President and Secretary at least one week prior to the meeting of their intent to name a proxy in their absence and granting that proxy full voting privileges.

Section 6 Members of the Board of Directors shall be entitled to one vote on all matters coming before the Board in any meeting of the Board.

V DUTIES OF THE BOARD OF DIRECTORS

- Section 1 The Board of Directors shall:
- a. Establish major administrative policies governing the operations of the Association and devise measures for its growth and development.
 - b. Provide for proper care of materials, equipment, and funds of the Association; for the payment of legitimate expenses; for the annual auditing of all books of account; and assure that the management of fiscal matters of the Association are in accordance with generally accepted accounting principles.
 - c. Establish a five-year strategic plan and an annual plan to fulfill the purpose and functions of the Association.
 - d. Serve on committees as appointed by the President.
- Section 2 There shall be an Executive Committee of the Board of Directors composed of the President, the Vice President, the Secretary, the Treasurer, the CSBG Program Chair, the WAP Program Chair, and the immediate Past President. This Committee shall have the powers of the Board of Directors to transact business between Board meetings. Transactions of this Committee shall be reported at the next regularly scheduled meeting of the Board of Directors.
- Section 3 Directors may be removed for cause. Such cause shall be defined by the Member Services Committee. Before removal, all information shall be assembled in writing by said committee with the assistance of the executive director. Information assembled will be made available to all involved parties in advance of a hearing. Due notice shall be given for an appropriate hearing before the Board of Directors not later than 21 days after the request for removal of a Director has been received by the Committee. The hearing shall be held with opportunity for all parties to be heard. Transcripts of the proceedings shall be kept. The Board shall render a decision not later than 28 days after the request for removal for cause of a Director has been received by the Member Services Committee.
- Section 4 No Director or any other officer shall receive, directly or indirectly, any salary, compensation or emolument from the Association. No Director or other officer shall hold interest, directly or indirectly, in any contract in furnishing supplies thereto. If a possible conflict of interest arises in the exercise of the duties of a Director, the Director shall notify the Board President and abstain from any participation in the matter until the Board determines if a conflict exists and how that conflict shall be resolved. Each Board member shall sign a conflict of interest statement annually.
- Section 5 Directors shall exercise their duties in the best interests of the organization and consistent with its mission.

VI EXECUTIVE OFFICERS

- Section 1 The officers of the Association shall include a President, a Vice President, a Secretary, a Treasurer, one CSBG Program Chair, one WAP Program Chair, and the immediate Past President.
- Section 2 The officers of the Association shall perform the duties usually and customarily performed by such officers, in addition to such duties as shall be prescribed by the Bylaws of the Association or by the Board of Directors.
- Section 3 The terms of office of all officers elected at any annual meeting shall commence at the adjournment of such annual meeting and run for four years.
- Section 4 No officer shall be elected to the same office for more than two full successive terms. If an officer is appointed or elected to fulfill an unexpired term, that officer may be elected to two full successive terms following the partial term.
- Section 5 Any officer may be removed from office for failure to carry out the responsibilities of that office, using the same process as described in Article V, Section 3 Duties of the Board.

VII DUTIES OF EXECUTIVE OFFICERS

- Section 1 The President shall be the Chief Executive Officer of the Association and its policy leader and shall assure the implementation of decisions of the Association. The President shall:
- a. Represent the Association as spokesperson on matters of policy or, at their discretion, assign responsibility of such representation.
 - b. Serve as the liaison between the Board of Directors and Executive Director.
 - c. Preside at all meetings of the Board of Directors, Executive Committee, the Annual Meeting, and all other meetings having general Association functions.
 - d. Serve as past president, voting on the Executive Committee; non-voting on all other Committees.
 - e. Sign singly or with any other proper officer of the Association, any deed, mortgages, bonds, contracts, grants, applications for funds, or other instruments authorized to be executed by the Board of Directors, except in cases where signing is expressly delegated by the Board of Directors, Bylaws, or statute to some other officer or agent of the Association.
 - f. Appoint, except as provided otherwise, parliamentarian, all chairpersons, and members of committees with the advice and consent of the Board of Directors. The President may appoint the program chairs to chair or co-chair respective

ad-hoc committees.

- g. Review Association policies and recommend priorities to be considered by the Board of Directors.
- h. Initiate an annual performance and compensation review of the Executive Director in collaboration with the Executive Committee in the first quarter of each calendar year and in accordance with the organization's personnel policies.
- i. Perform the duties as stipulated in the Bylaws and such other duties as are customarily assumed by the Chief Executive Officer of the Association.

Section 2 The Vice President shall:

- a. Perform duties as stipulated by the Bylaws and the President.
- b. Serve as President in the absence of the elected President.

Section 3 The Secretary shall:

- a. Oversee maintenance of the official record of the membership and Association proceedings and policies.
- b. Coordinate with Association employees to complete, review, and distribute the minutes of all the meetings of the membership, Board of Directors, and Executive Committee. Distribution to the Board will occur at least five days prior to the next meeting of the Board or whenever the Board will be asked to approve.
- c. Serve as Chair of the Member Services Committee.
- d. Serve as Acting President in the absence of the President and the Vice President.
- e. Maintain a record of Executive Officers terms of service. This record shall be made available to the Member Services Committee when determining the eligibility of potential candidates.

Section 4 The Treasurer shall:

- a. Assure Association funds are maintained and expended in accordance with generally accepted accounting principles and any terms and conditions of the grants received.
- b. Assure the timely payments of obligations as authorized by the membership, Board of Directors, or Executive Committee.
- c. Make financial reports to the Board of Directors at its regular meetings and an

Annual Report to the membership at the Annual Meeting, and assure the timeliness and accuracy of such other financial reports as may be required by Association funding sources.

- d. Serve on the Member Services Committee and as Acting President in the absence of the President, the Vice President, and the Secretary.

Section 5 The Program Chairs shall:

- a. Serve as the respective program representative (CSBG or WAP) for the purpose of carrying out Association functions, planning, and direction.
- b. Serve as members of the Member Services Committee
- c. Serve as chair of CSBG and WAP Committees as established under Article X, Section 2.

VIII REGIONAL REPRESENTATIVES

Section 1 The membership shall elect regional representatives from each of the five designated regions. Each region shall have representation as described in Article IV, Section 3. Two regional representatives in that same region cannot represent the same state.

Section 2 The regional representatives shall support the goals and mission of the organization and fulfill the duties as outlined in Appendix I - Tasks for NASCSP Regional Representatives.

IX ASSOCIATION EMPLOYEES

Section 1 The Association's employees shall consist of an Executive Director and such other professional, clerical, technical and support employees necessary to effectively serve the Association. The Executive Director shall be selected by the Board Executive Committee or its designee(s) with approval of the Board of Directors and shall serve at the pleasure of the Board of Directors.

Section 2 The Executive Director will be guided to the fullest practical extent by the Association President or designee.

Section 3 The Executive Director shall be responsible for daily functions and support services necessary to assure effective operations of the Association.

Section 4 The Executive Director shall be responsible for accurate accounting of all Association receipts and disbursements and shall be the custodian of the records of the Association with authority to attest to and certify such records and shall arrange for an annual independent audit of the Association's books of account.

X STANDING COMMITTEES

- Section 1 Standing committees shall be composed of members of the Association. Members of such committees shall assume such duties as are specified in these Bylaws and other such duties as may be assigned by the Board of Directors. The President may designate any ad hoc committees as deemed necessary. All actions of the committees will be ratified by the Board of Directors.
- Section 2 The standing organizational committees shall be (a) Member Services, (b) CSBG and (c) WAP. Each shall be composed of no less than three members and define functions in accordance with the Association's annual work plan. The President may appoint additional members of standing committees.
- Section 3 Duties of the standing committees include the following:
- a. The Member Services Committee shall identify member priorities and benefits and make recommendations to the Board by applying authorized policies and procedures, the committee shall oversee processes for conference site selection and for Board nominations and elections.
 - b. The Community Services Block Grant Committee shall address CSBG program issues, authorization, appropriation, orientation, and training and technical assistance needs of the membership.
 - c. The Weatherization Assistance Program Committee shall address WAP issues, authorization, appropriation, orientation, and training and technical assistance needs of the membership.

Any member is welcome to attend committee meetings.

XI NOMINATIONS

- Section 1 Nominations shall be received by the Member Services Committee as per procedures that have been established and approved by the Board prior to the Annual Meeting. Nominations may be made by written application to the Committee describing the position sought, name of candidate, their home address, office address, telephone number, and email address.
- Section 2 Any member may place their name or any other member's name in contention for any office.
- Section 3 The Member Services Committee will confirm a nominee's approval to be nominated.
- Section 4 The membership may have an opportunity to nominate from the floor at the Annual Meeting if there is not at least one pre-approved candidate for a vacancy.
- Section 5 The Member Services Committee, in administering the board executive officers' election, will give states the option to designate a written proxy to cast votes on behalf of an absent member. Absentees understand that there may be nominations from the floor. The absent representative will send the

President and Secretary official written notice of their intent to name a proxy in their absence and granting that proxy full voting privileges.

Section 6 Nominees for Board membership or officer positions must be in compliance with Article II, Section 2.

XII ELECTIONS

Section 1 The Member Services Committee will conduct and supervise elections at each Annual Meeting.

Section 2 A President, Vice President, Secretary, Treasurer, CSBG Program Chair and WAP Program Chair shall be elected at the Annual Meeting held in odd-numbered years and will serve four-year terms of office. The Member Services Committee will resolve any issues regarding candidate status.

Section 3 Two Regional Program Representatives representing CSBG shall be elected by members of each designated board region during Annual Meetings held in even-numbered years.

Section 4 Two Regional Program Representatives representing WAP shall be elected by members of each designated board region during Annual Meetings held in odd-numbered years.

Section 5 Voting for board members shall be carried out by members of the Association through one of the following methods:

- a. Voting in person at the annual meeting.
- b. Proxy voting by authorized representatives of absent State Directors.
- c. Voting through a secured virtual platform when in person voting is not feasible or as otherwise determined by the President.

Section 6 The Member Services Committee shall have ballots prepared after verification of the candidate membership. The ballots shall differentiate between the various offices indicating clear instructions for voting and the number of persons in each category for whom votes shall be cast.

Section 7 Ballots shall be carefully controlled by appropriate security.

Section 8 Pursuant to Section 5 (a), ballots will be available prior to the Annual Meeting, or prior to the election when voting with a virtual platform. Appropriate personnel shall be appointed by the President to control the election process. The results will be announced at the final business session of the meeting.

Section 9 Only members in good financial standing as defined in Article III, Section 4, may cast votes.

- Section 10 A plurality vote shall constitute an election. The nominees who receive the highest number of votes for each office or Board seat win.
- Section 11 The Board of Directors may establish election procedures and direct the required processes to be performed with regard to elections.
- Section 12 In the event of a tie, ballots will be sent to members of the applicable region(s) that did not cast a vote to allow them the opportunity to submit. If there are not any members that did not cast a vote, the membership committee shall convene to determine the best course of action.
- Section 13 If for any reason an office or position on the Board of Directors falls vacant during the term of office, the following process of succession will occur:
- a. Vacancy in position of President: the Vice President shall serve for the remainder of the elected President's term of office.
 - b. Vacancy in any other officer position as defined in Article VI, Section I: the President, with concurrence of the Executive Committee, shall appoint a member of the Association to serve in the vacant position for the remainder of the elected officer's term of office.
 - c. Vacancy in a Regional Program Representative position: a second regional program representative shall be appointed by the President to finish the term.

XIII ANNUAL MEETING AND WINTER TRAINING CONFERENCE

- Section 1 The Association shall hold an Annual Conference in the fall of each year, which will include an Annual Business Meeting of the membership. The location and platform of the Annual Conference shall be determined by a plurality vote of the membership, unless there are no volunteer states, requiring the Association to make the best possible selection in coordination with the President. The Executive Director is authorized to select the most appropriate meeting facility or platform, taking into consideration cost and convenience.
- Section 2 The Executive Committee in coordination with the Executive Director shall develop the Annual Business Meeting agenda including the appropriate business of the Association.
- Section 3 A Winter Training Conference will be conducted each year in the Washington, DC metropolitan area, or virtual platform if deemed appropriate by the Board. The dates shall be circulated for appropriate notice and announcement not less than 60 days before such meeting.

XIV OFFICIAL RECORDS

The official records of the Association are maintained in the Association's server.

XV QUORUM

- Section 1 A majority of currently seated members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.
- Section 2 A minimum of three members present or a majority of the members of any standing or special committee, whichever is greater, shall constitute a quorum at any meeting of the committee.
- Section 3 A majority of the voting members (Article III) to the Annual Meeting or any special meeting of the Association shall constitute a quorum at any meeting of the Association.

XVI FISCAL YEAR

The fiscal year of the Association shall begin on January 1 and expire on December 31 of each year.

XVII PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order shall govern meetings of this Association in all areas in which they are applicable and in which they are not inconsistent with these Bylaws.

XVIII AMENDMENTS

- Section 1 These Bylaws may be amended at a membership meeting (in person or virtual) by a two-thirds vote of the members present at the meeting. Voting ballots may be paper or electronic.
- Section 2 Notice of all proposed changes in the Bylaws shall be provided to the membership 30 days prior to the date of the meeting.

XIX SEAL

The seal of the Association shall be prescribed by the Board of Directors and shall include the name of the corporation and the date of incorporation.

XX MINUTES

Approved minutes of committees, board, annual, and special meetings of the Association shall be made available to all members of the Association and will constitute the official Association record.

XXI POWERS

The Association shall possess all powers reasonably needed to effectuate the approved and lawful purpose, except those powers not normally possessed by groups or associations or forbidden to corporations by appropriate law.

XXII RIGHTS TO EXAMINE

The Association shall keep correct and complete books and records of accounts along with minutes of proceedings of incorporators, members and committees. All books and records may be examined by any member for any reasonable and proper purpose and at any reasonable time.

XXIII TAXES

The Association shall fully comply with all state and federal requirements regarding insurance, unemployment, or other taxes and any state or federal labor or safety laws. It shall apply for tax exemption status with the federal and state tax agencies and shall file any and all reports required to maintain such tax exempt status.

XXIV DISSOLUTION

Section 1 In the event that it should become necessary to dissolve this corporation, the assets and anything of value that the organization may have shall be donated to a non-profit corporation, public or private, as approved by the Board of Directors.

Section 2 The dissolution shall be in accord with the laws of federal, state, or local jurisdictional bodies.

NASCSP By Laws Appendix I

Tasks for NASCSP Regional Representatives

Membership

- Maintain contact with states in the region; be available to offer support and answer questions.
- Communicate with new state directors through emails or phone calls, providing information about NASCSP and the benefits of membership.
- Provide helpful information on Program administration to new directors on an as needed basis. (The offer doesn't necessarily have to wait for a request for assistance.)
- On an annual basis, with direction from NASCSP, update state contacts and collect other pertinent demographic information from states in the region.
- Act as another voice during dues collection process, for those states in arrears.

Communication

- Collect and disseminate information as necessary to state offices in the region.
- Provide information to the states in the region about the work of the NASCSP Board.
 - Send updates to the region after board meetings.
- Share with NASCSP if there are any Network (community action, weatherization) events in your region.
 - If possible, provide a national update on behalf of NASCSP, if NASCSP staff is not available.
- Provide items of interest for the State of Poverty Blog, Director's Digest, ENews.
- Facilitate introductions on the regional calls
 - Suggest additional agenda items to be included on the calls

Data Collection/CSBG/WAP

- Discussing with each state in the region the importance of collecting data on the CSBG and WAP.
- Communicating with each state in the region to determine their status re: completion of the CSBG Annual Report, WAP Funding Survey, and other data sought by NASCSP
- Identifying with the states any issues they may be experiencing with the data collection process and assisting them when possible or reporting to NASCSP for their follow up assistance.
- Assisting in the collection of information for various grants and contracts secured by NASCSP.