

**CONSTITUTION AND BYLAWS
OF THE IDAHO STATE UNIT
OF THE COUNCIL FOR EXCEPTIONAL CHILDREN**
May 4, 2006

**ARTICLE I
NAME**

The name of this organization shall be the Idaho State Unit of the Council for Exceptional Children.

**ARTICLE II
PURPOSES**

This state unit shall be organized for charitable, educational, and scientific purposes to advance the education of children and youth with exceptionalities and to establish and administer programs and activities for the education of its members. Specifically, the state unit intends to assist the youth with exceptionalities and to participate in all appropriate governance activities of CEC subject to the general supervision and control of CEC.

**ARTICLE III
MEMBERSHIP**

Section 1. Qualifications

Membership shall consist of professional and other persons interested in the education of children and youth with exceptionalities.

Section 2. Minimum Membership Requirement

The state unit shall maintain a minimum of one hundred (100) paid members who shall meet the membership qualifications established by the CEC Board of Directors, unless exempted by special action of the CEC Board of Directors.

Section 3. Unified Membership

The state unit's membership shall consist of all members of the Council for Exceptional Children affiliated with this state. The state unit may not accept enrollments for state membership only.

Section 4. Membership Term

The policy pertaining to the membership year shall be consistent with the policy of the Council for Exceptional Children.

ARTICLE IV ORGANIZATION

Section 1. Relationship to the Council for Exceptional Children

This state unit shall be affiliated with the Council for Exceptional Children.

Section 2. Fiscal Year and Administrative Term

The fiscal year and administrative term of office shall be January 1 to December 31.

ARTICLE V DUES AND ASSESSMENTS

Section 1. Payment of Dues

Annual dues to the Council shall be payable before the end of the individual's membership year. Members whose dues are not paid by the last day of their membership year shall be dropped from membership of the organization.

Section 2. Special Assessments

Special assessments on Professional membership may be levied by a majority vote of those present at the meeting when this matter is considered, provided there is a quorum.

ARTICLE VI OFFICERS

Section 1. Elected Positions

The officers of this state unit shall be duly elected by the membership and consist of a president, president-elect, vice-president, secretary, treasurer, and the two state unit representatives to the CEC Representative Assembly.

Section 2. Prerequisite to Nomination and Election

All officers must be members in good standing with the Council for Exception Children at the time of their nomination and election and remain so throughout the duration of their term of office.

Section 3. Succession

The president elect shall automatically succeed to the presidency at the expiration of the president's term of office. The vice-president shall automatically succeed to the office of president-elect at the expiration of the president-elect's term of office.

Section 4. Vacancies

If a vacancy occurs in the office of president, the president-elect shall serve as acting president for the remainder of the term of office and shall become president at the beginning of the new term. A vacancy occurring in any office except president shall be filled by an appointment of the president, with the approval of the Executive Committee. The member appointed will serve only until the end of the current administrative year or until replaced by a duly elected successor.

Section 5. Duties of Officers

A. The powers and duties of the president shall be:

1. To serve as chief executive officer of the state unit with the powers and duties usually belonging to such a position;
2. To give leadership to general policy making and carry out the directives of the membership;
3. To call and preside at meetings of the Executive Committee, the annual meeting, and all other unit sponsored meetings;
4. To recommend chairs of standing committees (with the exception of the Program, Finance, and Nominations Committees), with the approval of the Executive Committee;
5. To serve as an ex-officio nonvoting member of all committees with the exception of the Nominations Committee;
6. To recommend to the Executive Committee the types of ad hoc committees and other appointive bodies needed; and
7. To prepare and submit an annual set of assurances to the Council for Exceptional Children by October 1

B. The powers and duties of the president-elect shall be:

1. To serve in the place of, and with the authority of, the president in case of the president's absence or inability to serve;
2. To serve as chair of the Program Committee for the annual meeting; and
3. To plan other meetings according to the policies and directives of the Executive Committee

C. The powers and duties of the vice-president shall be:

1. To serve in the place of, and with the authority of, the president in case of the absence or disability of the president and the president-elect;
2. To assist the president and perform such duties as may be assigned him or her, especially ones which will provide training for advancement to the office of president-elect and president;
3. To serve as vice-chairperson of the Conference/Convention Committee;
4. To serve as representative to the subdivision local Executive Committee meeting; and
5. To supervise the Executive Committee's granting scholarships and awards

D. The powers and duties of the secretary shall be:

1. To keep a careful record of the proceedings of each meeting of the Executive Committee and other meetings conducted by the unit;
2. To carry on correspondence as necessary for the operation of the state unit;
3. To assume custody of all records except those specifically assigned to others;
4. To keep accurate lists of Executive Committee, unit board and committee members;
5. To have available copies of the Constitution and Bylaws and minutes of all meetings of the Executive Committee and other official meetings conducted by the unit; and
6. To transfer all records to the new secretary at the time of installation

E. The powers and duties of the treasurer shall be:

1. To serve as custodian of the funds of the state unit;
2. To act as chair of the Finance Committee;
3. To pay out money for expenses approved by the Executive Committee and on authorization of the president;
4. To prepare and submit an annual budget for approval and adoption by the Executive Committee at the annual meeting;
5. To make an annual report of the financial status of the state unit to the Executive Committee, the unit's board, and the general membership at the annual meeting;
6. To submit records of all monies collected and expended to the Finance Committee for auditing; and
7. To transfer all monies and records to the new treasurer within 30 days after installation

F. The powers and duties of the representatives to the CEC Representative Assembly shall be:

1. To represent the state unit at meetings of the Representative Assembly and to participate in balloting and other activities necessary to the functioning of the Representative Assembly;
2. To report regularly to the state unit Executive Committee, State board, and general membership on activities of the Representative Assembly and CEC;
3. To communicate issues and concerns from the state unit to the CEC Representative Assembly;
4. To inform the state unit about the disposition of Representative Assembly issues and advice forwarded to the CEC Board of Directors; and
5. To take other specific direction from the state unit concerning the activities of the CEC Representative Assembly.

Section 6. Election of Officers

The officers of the state unit shall be elected by direct ballot of the membership from those members in good standing who are nominated by the Nominations Committee.

Section 7. Term of Office

The president, president-elect, vice-president, secretary, and treasurer shall serve one-year terms, which shall coincide with the fiscal year, January 1 to December 31. The representatives to the CEC Representative Assembly shall each serve one-two-year term which shall be staggered.

Section 8. Removal from Office

- A. A petition for removal of an officer shall be signed by at least five members of the state unit and submitted in writing to the president. If the president is the subject of the petition, it shall be presented to the president-elect.
- B. The president (or president-elect) shall, within seven days, notify the Executive Committee member in writing of the receipt of such a petition, solicit relevant evidence from all parties concerned, and call a special meeting of the Executive Committee to consider the matter within 30 days following receipt of the petition.
- C. At the Executive Committee meeting, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds majority vote of the members present, provided there is a quorum, is necessary for the removal of the officer. Removal from office is effective immediately.
- D. The officer being considered for removal shall be provided with the results of the Executive Committee action in writing within seven days.
- E. Upon receipt of written notification of removal, the officer concerned shall have fifteen days to submit to the president (or president-elect) written notice of appeal;
- F. Within seven days following receipt of a valid written notice of appeal, the president (or president-elect) shall, in writing, call for the appointment and meeting of an Appeal Board. The Appeal Board shall consist of five members in good standing of the state unit selected by the appealing officer. No member of the Appeal Board, with the exception of the Chair, will be a current officer, board member, or committee chair of the state unit. The president (or president-elect) shall serve as the nonvoting Chair of the Appeal Board. If the appealing officer is unable to select the members willing to serve, the decision of the Executive Committee will stand;
- G. At the meeting of the Appeal Board, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds majority vote of the members present is necessary to overturn the Executive Committee's decision and reinstate the removed officer. Reinstatement is effective immediately.
- H. The officer whose appeal has been considered shall be provided with the results of the Appeal Board action in writing within seven days. This action is final.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1. Composition

The Executive Committee shall consist of the officers of the state unit, the immediate past-president and the two representatives to the Representative Assembly. Two-thirds of the membership of the Executive Committee shall constitute a quorum.

Section 2. Duties of the Executive Committee

The duties of the Executive Committee shall be:

- A. To serve with the Board of Directors as the state unit's administrative policy-making body;
- B. To act upon such official recommendations and petitions as may be received;
- C. To approve a draft of an annual budget for adoption by the Executive Committee and Board of Directors;
- D. To recommend policies and programs to the general membership at its annual meeting;
- E. To determine the publications that should be issued;
- F. To select the site of the annual meeting sponsored by the state unit and approve recommendations made by the Program Chair; and
- G. To assume such other responsibilities as are, or as shall be, assigned through the Constitution and Bylaws

ARTICLE VIII BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the Executive Committee and the president or appointed designee of each established subdivision within the state unit.

Section 2. Quorum

A quorum of the Board of Directors shall be one-half of the voting membership of the Board of Directors.

Section 2. Duties of the Board of Directors

The duties of the Board of Directors shall be:

- A. To meet at least twice per year. These meetings will be called by the president to conduct the business of the state unit between the annual general meetings;
- B. To serve as the state unit's administrative policy-making body;
- C. To act upon such official recommendations and petitions as may be received;
- D. To approve the annual budget with input and advice from the general membership at the annual general business meeting;
- E. To recommend policies and programs for the state unit at the annual general business meeting;
- F. To decide on publications that should be issued;
- G. To select the site of the convention/conferences sponsored by the state unit and approve recommendations made by the Conference/Convention Committee;
- H. To establish a registration fee for the annual convention;
- I. To consider and act upon proposed amendments to the Bylaws;
- J. To assume such other responsibilities as are, or as shall be assigned, through the Bylaws or legislated by the membership at the annual general business meeting;
- K. To be responsible for conducting a ballot by mail of nominees for office;
- L. To adopt official state unit platforms, statements of policy, and resolutions;
- M. To approve committee chair appointments by the president;
- N. To carry out all other duties and exercise powers prescribed by the Articles of Incorporation

ARTICLE IX COMMITTEES

Section 1. Standing Committees

Standing committees shall be Membership, Communications, Public Policy, Program, Nominations, Constitution and Bylaws, and Finance

Section 2. Appointment of Committee Chairs

The president, with the approval of the Executive Committee, shall appoint the chairs of the all standing committees with the exception of the Program, Nominations, and finance Committees. The president-elect shall serve as chair of the Program Committee. The immediate past-president shall serve as the chair of the Nominations Committee. The treasurer shall serve as chair of the Finance Committee.

Section 3. Appointment of Committee Members

Committee members shall be appointed by the chairs, subject to approval by the president. The Membership, Nominations, and Finance Committees shall have no fewer than two members in addition to the chair.

Section 4. Membership Committee Composition

The Membership Committee shall have no fewer than two members in addition to the chair. The chair and members shall serve three-year terms. One-third, or the nearest fraction thereof, of the membership shall be appointed each year.

Section 5. Communications Committee Composition

The Communications Committee shall include the newsletter editor.

Section 6. Public Policy Committee Composition

The Public Policy Committee shall include the CAN coordinator.

Section 7. Program Committee Composition

The president-elect shall serve as chair of the Program Committee.

Section 8. Nominations Committee Composition

The immediate past-president shall serve as chair of the Nominations committee. The Nominations Committee shall have four members in addition to the chair, with a broad geographical and role representation. The chair and members shall serve one-year terms.

Section 9. Constitution and Bylaws Committee Composition

The Constitution and Bylaws Committee shall include the past-president.

Section 10. Finance Committee Composition

The finance Committee shall have no fewer than four members. The treasurer shall serve as chair of the Finance Committee. The members shall serve three-year terms. One third, or the nearest fraction thereof, of the membership shall be appointed each year.

Section 11. Duties of Committees

- A. The powers and duties of the Membership Committee shall be:
1. To maintain an active record of members and to provide all officers and committee chairs with such a list;
 2. To maintain an active program for the recruitment of new members; and
 3. To support CEC Headquarters in its follow-up of membership renewals and member recruitment activities.

- B. The powers and duties of the Communications Committee shall be:
 - 1. To assess the composition of the membership for consideration in determining the scope of the publications program;
 - 2. To continually review the publications structure of the state unit and recommend policies and procedures related to its growth and development;
 - 3. To recommend to the Executive Committee publications to be issued;
 - 4. To plan and develop publicity that will give recognition to state unit activities and members; and
 - 5. To publish the official publication of the unit.
- C. The duties of the Public Policy committee shall be:
 - 1. To develop a political action program under the direction of the Executive Committee of the State Representative Assembly;
 - 2. To disseminate information pertinent to international and state public policy; and
 - 3. To support CEC Headquarters in its public policy efforts and campaigns
- D. The duties of the Program Committee shall be:
 - 1. To develop the program for the annual meeting.
- E. The duties of the Nominations Committee shall be:

To prepare annually a slate of candidates for the positions of vice-president, secretary, treasurer, and representative to the CEC Representative Assembly, and to present the slate to the membership 30 days prior to the meeting of general membership held during the annual meeting. Only those persons who are members in good standing of the Council may be nominated.

- F. The duties of the Constitution and bylaws committee shall be:
 - 1. To receive and review all proposed amendments to the Constitution and Bylaws and refer with recommendations to the Executive Committee; and
 - 2. To call to the attention of the Executive Committee other changes which may be needed in the Constitution and Bylaws
- G. The duties of the Finance Committee shall be:
 - 1. To prepare and submit an annual budget for adoption by the Executive Committee;
 - 2. To develop plans for raising funds; and
 - 3. To audit the treasurer's report

H. Ad Hoc Committees

Ad hoc committees may be established and their functions assigned at the discretion of the president. Such establishment must clearly indicate the purpose and length of service of the committee.

ARTICLE X MEETINGS

Section 1. Annual Meeting

There shall be an annual meeting of the state unit.

Section 2. Special Meetings

Special meetings may be called by the president with the consent of the Executive Committee.

ARTICLE XI DURATION AND DISSOLUTION

The duration of the state unit shall be perpetual unless the officers of the state unit unanimously determine that it should be dissolved. The officers shall inform the membership that the unit is to be dissolved. Upon the dissolution and final liquidation of the state unit, the officers shall, after paying or making provision for the payment of all the debts and liabilities of the state unit, distribute all of its assets to either:

- G. The Yes I Can! Foundations for Exceptional Children, a nonprofit, tax-exempt public foundation which operates to advance the education of children and youth with exceptionalities; or
- H. The Headquarters of the Council for Exceptional Children (a nonprofit organization)

ARTICLE XII PARLIAMENTARY PROCEDURE

The rules of parliamentary practice in Robert's Rules of Order, Newly Revised, latest edition, shall govern the proceedings of the state unit subject to the special rules which have been or may be adopted.

**ARTICLE XIII
AMENDMENTS**

Section 1. Submission of Proposed Amendments

Any proposed amendment to this Constitution and bylaws shall be submitted in writing to the Constitution and Bylaws Committee for review.

Section 2. Review by the Executive Committee

The Constitution and bylaws Committee shall refer all proposed amendments with recommendations to the Executive Committee.

Section 3. Referral to General Membership

All proposed amendments presented to the Executive Committee shall be submitted to the membership not less than 30 days prior to any meeting of the General Membership

Section 4. Final Action

Any proposed amendment shall become a part of the Constitution and Bylaws by a simple majority vote at any legally constituted meeting of the General Membership.

Dated on the 4th day of May, 2006.

These Bylaws were voted on and approved by the membership on _____.

Signed by current CEC President _____ on _____.