

CONSTITUTION AND BY LAWS OF

THE KENTUCKY COUNCIL FOR

EXCEPTIONAL CHILDREN

CONSTITUTION AND BYLAWS OF THE KENTUCKY COUNCIL FOR EXCEPTIONAL CHILDREN

ARTICLE I NAME:

The name of this organization shall be the Kentucky Council for Exceptional Children.

ARTICLE II PURPOSE

The primary purpose of this council shall be to advance the education of individuals with exceptionalities and to promote related educational, scientific, and charitable purposes. Specifically, the council intends to assist and provide support to The Council for Exceptional Children (CEC) in all its efforts on behalf of persons 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 personnel and other persons interested in the education of individuals with exceptionalities, consistent with membership requirements of the Council for Exceptional Children (CEC).

Section 2. Minimum Membership Requirement

The council shall maintain a minimum of one hundred (100) paid members who shall meet the membership qualifications established by the CEC Board of Directors.

Section 3. Unified Membership

The council's membership shall consist of all members of The Council for Exceptional

Children affiliated with this Commonwealth. The council may not accept enrollments for Commonwealth 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

The Kentucky council shall be affiliated with The Council for Exceptional Children. It shall be an affiliation of the chapters and divisions of The Council for Exceptional Children in the Commonwealth of Kentucky.

Section 2. Fiscal Year and Administrative Term

The fiscal year and administrative term of office shall be July 1 through June 30.

ARTICLE V ASSESSMENTS AND DUES

Section 1. Special Assessments

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

Section 2. 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.

ARTICLE VI OFFICERS

Section 1: Elected Officers

The elected officers of this council shall be duly elected by the membership and consist of a president, president elect, vice president, past president, secretary, and membership chairperson.

Section 2. Appointed Positions

These appointed positions shall be the treasurer (and assistant Treasurer if desired), four regional members-at-large, the Children's Action Coordinator (CAN), KYSCEC Advisor, and Parliamentarian, (who shall be non-voting). These positions shall be appointed by the President with the approval of the Executive Board and shall be members of the Executive Board and General Board. The president may appoint ad-hoc positions or committees as necessary.

Section 3. Term of Office

The president, president elect, and vice president shall serve one year terms, which shall coincide with the fiscal year, July 1 through June 30. The representatives to the CEC Representative Assembly shall consist of the president and past president, each serving a one, two-year term which shall coincide with their respective terms of office.

The Recording Secretary is elected for a two-year (2) term; the Recording Secretary shall be elected in odd-numbered years. The Membership Chair is elected for a three-year term, which shall begin in even-numbered years. The Membership Chair's cycle shall be 1986-1989, etc. The Treasurer shall be appointed by the President with the approval of the Executive Board and shall be subject to reappointment.

Member-at-Large positions are for three-year non-concurrent terms and should represent the geographic areas of the Commonwealth. The CAN coordinator and Parliamentarian will serve one-year terms and are eligible for reappointment.

Elected officers may succeed themselves for only one additional consecutive term for each office.

Section 4. Prerequisite to Nomination and Election

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

Section 5. Succession

The president elect shall automatically succeed to the presidency at the expiration of the president's term of office, and the vice president shall succeed the president elect. The President shall automatically succeed to the office of Past President.

Section 6. Vacancies

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

Section 7. Duties of Officers

All officers shall work with the executive secretary.

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

1. To serve as chief executive officer of the council 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 Board, the annual business meeting, and meetings of the General Board;
4. To recommend chairs of standing committees (with the exception of the Program and Nominations Committees), with the approval of the Executive Board;
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 Board the types of ad hoc committees and other appointive bodies needed;
7. To prepare and submit the annual report to The Council for Exceptional Children.
8. To assume the responsibilities of one of the council's representatives to the CEC Representative Assembly.

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 convention;
3. To plan other meetings according to the policies and directives of the Executive Board.

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 inability to serve of the president and president elect..
2. To be responsible for the production of four news-letters for the fiscal year of office.

3. To select a site and establish a contract for the succeeding years conference and present this to the executive board for approval.

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 Board and the General Board;
2. To disseminate the written minutes of the meetings within two weeks following said meetings;
3. To assume custody of all records except those specifically assigned to others;
4. To keep accurate lists of Executive Board, General Board, and committee chairpersons and members;
5. To have available copies of the Constitution and Bylaws, and minutes of all executive and general board meetings as well as minutes of meetings of committees and conventions;
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 council.
2. To pay out money for expenses approved by the Executive Board and on authorization of the president.
3. To make an annual report of the financial status of the council to the Executive Board and at the annual business meeting;
4. To prepare and submit an annual budget for approval by the Executive Board at the annual business meeting;
5. To submit record of all monies collected and expended to the finance committee and an independent auditor for auditing;
6. To transfer all monies and records to the new treasurer within 15 days after installation.
7. Coordinate the internal auditing and assist external auditors to assure adequate control and compliance with established policies and procedures.

F. The powers and duties of the immediate Past President shall be:

1. The immediate Past President shall serve as chair of the nominations and awards committees, and perform such other duties as designated by the President or Executive Board.
2. The immediate Past President shall serve as one of the two representatives to the representative assembly. Serving this position as President and as immediate Past President ensures a two-year term of service as a representative.

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

1. To represent the council 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 council Executive and General Board and general membership on activities of the Representative Assembly and CEC.
3. To communicate issues and concerns from the council to the CEC Representative Assembly.
4. To inform the council about the disposition of Representative Assembly issues and advice forwarded to the CEC Board of Directors.
5. To take other specific direction from the council concerning the activities of the CEC Representative Assembly.

H. Executive Secretary

The Executive Secretary shall be a salaried position. The Executive Secretary shall be a non-voting member of both the Executive and General Boards. The Executive Secretary shall be a member in good standing in the Council for Exceptional Children throughout the term of employment.

The duties of the Executive Secretary may be shared with one or more KYCEC members.

The position of Executive Secretary will be advertised throughout the Commonwealth. Applicants will be screened by a committee appointed by the President. The committee will make a recommendation to the Executive Board for approval. The position will be filled upon approval of the Executive Board. The salary and duties shall be determined by the Executive Board.

The Executive Board reserves the right to evaluate, supervise, and terminate employment of the Executive Secretary. A written notice is required thirty (30) days before termination. The Executive Secretary shall give the Executive Board thirty (30) days notice before resigning the position. Notification must be in writing and presented to the President. All materials and documents kept by the Executive Secretary shall be turned over to the President prior to the termination date.

The duties of the Executive Secretary of the Kentucky council, Council for Exceptional Children shall be to:

- Plan and coordinate leadership meetings and activities.
- Draft correspondence for the CEC President.
- Monitor budgetary expenses; process expense reports and invoices for the CEC Executive Board and General Board.
- Make travel, hotel and meeting arrangements for the Executive Board.
Establish and maintain information databases and files.
- Coordinate the work of the Executive Board including preparing agendas and minutes, facilitating communications, and coordinating schedules.
- Compile and prepare reports including the Annual Report, Budget and other reports for CEC Governance.
- Facilitate correspondence and reports for the CEC Executive Board.
- Manage special projects as assigned.
- Plan, organize and control the Board's accounting and reporting systems; establish, develop and implement accounting policies in compliance with generally accepted accounting principles.
- Receive monies, deposit and withdraw funds upon Board approval.

- Invest idle funds, review and coordinate funds for cash flow analysis and cash management.
- Maintain full and complete account of funds and make reports as required by CEC regulations.
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- Maintain full and complete account of funds and make reports as required by CEC regulations.
- Issue personal checks on the depository for payment of legal claims which have been authorized for payment by the Board.
- Analyze, review and prepare a variety of financial statements and reports related to assigned functions.
- Communicate with other governmental agencies, and taxing authorities on financial issues.
- Coordinate the internal auditing and assist external auditors to assure adequate control and compliance with established policies and procedures.
- Assure that financial income and expenditure transactions and records are in compliance with federal, State and County rules, regulations and requirements and that CEC policies and procedure are met; assure compliance with audit requirements.
- Assure time lines are met.
- Communicate with vendors to arrange payment or resolve discrepancies as necessary.
- Respond to questions or complaints from members .
- Advises, counsels, and makes recommendations to the Executive Board.
- Recommends policies and guidelines.
- Overseas the operation of the CEC office within the approved budget.
- Work cooperatively with the Executive Board to coordinate the fall and spring conferences and other training as needed.
- Keep the CEC web site updated.
- Work cooperatively with the Executive Board to facilitate the writing, publishing, and distribution of the CEC newsletter.

Voting members of the Executive Board are responsible for the recruitment, selection, employment, performance, and evaluation, and reemployment or termination of the CEC Executive Secretary.

The CEC Executive Board considers the selection and performance of and Executive Secretary to be of utmost importance in providing leadership and direction for the organization.

Section 8. Other Positions

Other appointees shall perform duties as delegated by the president

Section 9. Removal from Office

- A. A petition for removal of an officer shall be signed by at least five members of the council 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 each Executive Board 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 Board to consider the matter within 30 days following receipt of the petition.
- C. At the Executive Board 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 Board 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 two representatives from each

chapter within the council, selected by the respective chapters' membership, and shall meet within 30 days following receipt of the notice of appeal. The president (or president elect) shall serve as the nonvoting chairperson of the Appeal Board.

- 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 Board'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.

ARTICLE VII EXECUTIVE BOARD

The Executive Board shall consist of: President, President-Elect, Vice-President, Immediate Past President, Recording Secretary, Treasurer, CAN Coordinator, KYSCEC President, KYSCEC Advisor, Chairs of Standing Committees, and Members-At-Large. The Parliamentarian and Executive Secretary will be non-voting members. One-half of the membership of the Executive Board shall constitute a quorum.

The duties of the Executive Board shall be:

- A. To serve as the council's administrative policy-making body;
- B. To act upon such official recommendations and petitions as may be received;
- C. To adopt an annual budget;
- D. To recommend policies and programs to the General Board at its annual meeting;
- E. To determine the publications that should be issued;
- F. To select the site of the conventions sponsored by the council and approve recommendations made by the local arrangements committee of the host chapter;
- G. To be involved in the selection and appointment of the association advisor; and

- H. To assume such other responsibilities as are, or as shall be, assigned through the Constitution and Bylaws or legislated by the General Board.

ARTICLE VIII GENERAL BOARD

The Board of Directors shall be vested with the management of the affairs of the council. The Board of Directors shall more commonly be called the General Board and shall consist of the Executive Board members and the President or designee of each Chapter and Division recognized by the council, all of whom must be members in good standing. The president may appoint other positions as necessary.

Section 1. Chapter Representation

Each officially recognized chapter in good standing of the council is entitled to one vote. When the chapter's membership exceeds 20 (as of June 30 immediately preceding the Assembly), the chapter shall be entitled to one additional vote for each additional 20 members, or major fraction thereof.

Section 2. Subdivision Representation

Each officially recognized subdivision is entitled to one vote.

Section 3. Quorum.

Five percent (5%) of the general membership shall constitute a quorum at a regular or called meeting of the general membership.

Section 4. Duties of the General Board

The duties of the General Board shall be to:

- (a) Serve as the council's general legislative body;

- (b) Elect, by majority vote, the officers of the council;
- (c) Act upon the recommendation(s) of the Executive Board regarding any proposed rate for special assessments;
- (d) Adopt a Constitution and Bylaws and to make amendments thereto
- (e) Adopt official council platforms, statements of policy, and resolutions;
- (f) Approve the annual budget;
- (f) Approve the annual audit of the finances of the-council; and
- (h) Act on such other official recommendations and petitions as may be received.

ARTICLE IX COMMITTEES

Section 1. Standing Committees

Standing committees shall be Membership, Communications, Governmental Relations, Program, Elections/Nominations/Awards, Constitution and Bylaws, Mini Grants, and Finance.

Section 2. Appointment of Committee Members

Committee members shall be appointed by the chairperson(s), subject to approval by the president. The president shall appoint chairs of standing committees in which the chair is not elected.

Section 3. Membership Committee Composition

The Membership committee shall consist of the membership chair and the appointed members at large. Chairpersons and committee members shall serve three-year terms.

Section 4. Communications Committee Composition

The Communications Committee shall be chaired by the vice president who shall be the newsletter editor.

Section 5. Mini Grant Committee.

The Mini Grant committee shall consist of an appointed chairperson and other members as selected by said chairperson.

Section 6. Finance Committee

The finance committee shall consist of the treasurer (s), executive secretary, president, and president elect. The committee shall be co-chaired by the treasurer and the executive secretary, and shall meet quarterly and at other times as necessary.

Section 7. Governmental Relations Committee Composition

The Governmental Relations Committee shall include the CAN coordinator and appointed governmental liaison person.

Section 8. Program Committee Composition

The president elect shall serve as chair of the Program Committee and shall select the members of the division representatives from the general board. Other members are to be selected by the chairperson as is necessary (such as SCEC, Pioneers, KYCBD, CASE, and divisions as may become active).

Section 9. Election/Nominations/Awards Committee Composition

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

Section 10. 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;
3. To support CEC Headquarters in its follow-up of membership renewals.

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 continuously review the publications structure of the council and recommend policies and procedures related to its growth and development;
3. To recommend to the Executive Board publications to be issued;
4. To publish a minimum of two newsletters each year;
5. To plan and develop publicity that will give recognition to council activities and members.

C. The duties of the Governmental Relations committee shall be:

1. To develop a political action program under the direction of the Executive Board or the General Board;
2. To disseminate information pertinent to national and state public policy.

D. The duties of the Program Committee (Appendix D) shall be:

1. To develop the program for the annual convention;
2. To prepare a draft of the complete convention program for approval of the Executive Board.

E. The duties of the Election/Nominations/Awards Committee (Appendices C & E) shall be:

1. To prepare a slate of candidates for the positions of vice president, and the secretary and membership chairperson consistent with the elective cycle

determined for each office and to present the slate to the membership 60 days prior to the meeting of the General Board held during the annual convention. Only those persons who are members in good standing of The Council may be nominated.

2. To select candidates for Outstanding KYCEC Teacher Of The Year Award, Mary May Wyman Outstanding KYCEC Member Of The Year Award, Carl Perkins Contributor To Special Education Award, Outstanding Kentucky Student CEC Member Of The Year Award, and Certificates Of Appreciation.

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 Board;
2. To call to the attention of the Executive Board other changes which may be needed in the Constitution and Bylaws.

G. The duties of the Mini-Grant Committee (Appendix F) shall be to establish the criteria for the awards and evaluate the proposals for presentation to the board.

H. The duties of the Finance Committee shall be:

1. To develop plans for raising funds;
2. To audit the treasurer's report.

Section 10. Ad Hoc Committees

Ad hoc committee 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 Convention

There shall be an annual convention of the council, consisting of program and business meetings.

Section 2. General Membership

There shall be at least one regular meeting of the General Membership annually to be held at the time of the convention.

Section 3. Special Meetings

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

ARTICLE XI

TRAVEL

Travel reimbursement may be authorized by the President to members of the Executive Board, and other members, consistent with the purpose of travel, available finances and in accordance with KYCEC adopted travel policies. Travel reimbursement shall be approved by the Executive Board.

ARTICLE XII

DURATION AND DISSOLUTION

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

1. The Headquarters of The Council for Exceptional Children (a non-profit organization) with a request that they be retained in a non-interest bearing account and made available to the council should it ever be reorganized; or
2. Contribute them to the Foundation for Exceptional Children, a nonprofit, tax-exempt public foundation which operates to advance the education of children and youth with exceptionalities.

ARTICLE XIII

PARLIAMENTARY PROCEDURE

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

ARTICLE XIV

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 Executive Board

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

Section 3. Referral to General Board

All proposed amendments presented to the Executive Board shall be submitted to the membership not less than 60 days prior to any meeting of the General Board.

Section 4. Final Action

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

