

Note: This model constitution and bylaws encompasses the governance changes passed in April 2002. It is a model for a state/provincial unit that does not have a state/provincial Representative Assembly, and the president and president-elect serve as the Representatives to the CEC Representative Assembly. It includes requirements for chapters and subdivisions. There is no requirement that units follow this model; it is provided as a sample. CEC 8-8-12

**BYLAWS
OF THE HAWAII STATE/PROVINCIAL UNIT
OF THE COUNCIL FOR EXCEPTIONAL CHILDREN**

**ARTICLE I
NAME**

The name of this organization shall be the Hawaii State/Provincial Unit of the Council for Exceptional Children, also known as Hawaii CEC.

**ARTICLE II
PURPOSES**

This state/provincial 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/provincial unit intends to assist and provide support to the Council for Exceptional Children (CEC) in all its efforts on behalf of children and 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 personnel and other persons interested in the education of children and youth with exceptionalities.

Section 2. Minimum Membership Requirement

The state/provincial 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/provincial unit's membership shall consist of all members of the Council for Exceptional Children affiliated with this state/province. The state/provincial unit may not accept enrollments for state/provincial 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/provincial 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 – December 31.¹

**ARTICLE V
ASSESSMENTS AND DUES**

Section 1. Special Assessments

Special assessments on Premier and 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.

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 Positions

The officers of this state/provincial unit shall be duly elected by the membership and consist of a president, president elect, secretary, and treasurer.

Section 2. 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 3. Term of Office

The president, president elect, and immediate past president shall serve one year terms, which shall coincide with the fiscal year and administrative term of office. The officers serving as the state/provincial representatives to the CEC Representative Assembly shall each serve one, two-year term which shall be staggered, and may serve two consecutive two-year terms if re-elected. The secretary and treasurer shall serve two consecutive years. The election for secretary shall be held on even-numbered years; the election for treasurer shall be held on odd-numbered years.

¹CEC's fiscal year and administrative term of office is January 1-December 31.

Section 4. Election of Officers

The officers of the state/provincial unit shall be elected by the membership from those members in good standing who are nominated by the Nominations and Elections Committee. Voting shall take place by mail or electronic ballot at least 30 days before the term of the current officers expires.

Section 5. Succession

- A. The president elect shall automatically succeed to the presidency at the expiration of the president's term of office.
- B. An elected officer cannot succeed himself in the same office until the expiration of one administrative year, provided that this shall not apply in the case of an officer selected to fill any portion of an unexpired term.

Section 6. Vacancies

- A. 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.
- B. 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 7. Duties of Officers

- A. The powers and duties of the president shall be:
 - 1. To serve as chief executive officer of the state/provincial 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 and Elections 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 and Elections Committee;
 - 6. To recommend to the Executive Committee the types of ad hoc committees and other appointive bodies needed;
 - 7. To submit a list of the current officers to CEC by the first day of the state/provincial unit's administrative year;
 - 8. To prepare and submit an annual set of assurances to the Council for Exceptional Children by January 1 each year;
 - 9. To report the name and contact information for the state/provincial unit's two representatives to the CEC Representative Assembly to CEC by January 1 each year;
 - 10. To report the name and contact information for the state/provincial unit's Children and Youth Advocacy Network (CAN) Coordinator to CEC by January 1 each year; and
 - 11. To assume the responsibilities of one of the state/provincial unit 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 meeting;
 3. To plan other meetings according to the policies and directives of the Executive Committee; and
 4. To assume the responsibilities of one of the state/provincial unit representatives to the CEC Representative Assembly.
- C. The powers and duties of the immediate past president shall be:
1. To serve as chair of the Nominations and Elections Committee;
 2. To be a member of the Constitution and Bylaws Committee;
 3. To serve in an advisory or consultative role as designated by the president; and
 4. To serve as the state/provincial unit's liaison to the chapters and subdivisions.
- D. The powers and duties of the secretary shall be:
1. To keep a record of the proceedings of each meeting of the Executive Committee, the annual meeting, and other meetings conducted by the unit;
 2. To carry on correspondence as necessary for the operation of the state/provincial unit;
 3. To assume custody of all records except those specifically assigned to others;
 4. To keep accurate lists of Executive Committee and committee members;
 5. To have available copies of the Constitution and Bylaws and minutes at all meetings of the Executive Committee and other official meetings conducted by the state/provincial 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/provincial unit;
 2. To pay expenses approved by the Executive Committee and on authorization of the president;
 3. To make an annual report of the financial status of the state/provincial unit to the Executive Committee and at the annual meeting;
 4. To serve as chair of the Finance Committee;
 5. To prepare and submit an annual budget for adoption by the Executive Committee;
 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/provincial unit at meetings of the CEC 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/provincial unit Executive Committee and general membership on activities of the CEC Representative Assembly and CEC;
 3. To communicate issues and concerns from the state/provincial unit to the CEC Representative Assembly;
 4. To inform the state/provincial unit about the disposition of CEC Representative Assembly issues and advice forwarded to the CEC Board of Directors; and
 5. To take other specific direction from the state/provincial unit concerning the activities of the CEC Representative Assembly.

Section 8. Removal from Office

- A. A petition for removal of an officer shall be signed by at least five members of the state/provincial 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 each 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 Executive Committee 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/provincial unit appointed by the Executive Committee and five members in good standing of the state/provincial unit selected by the appealing officer. No member of the Appeal Board, with the exception of the Chair, will be a current officer or committee chair of the state/provincial 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/provincial unit, the immediate past president, and the chairs of the standing committees. The president or representative of each officially recognized chapter and subdivision shall serve as non-voting members of the Executive Committee.

Section 2. Meetings

Regular meetings of the Executive Committee shall take place through conference calls, video conferencing, or face-to-face meetings as called by the president.

Section 3. Quorum

One-half 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 as the state/provincial unit'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 determine policies and programs;
- E. To determine the publications that should be issued;
- F. To select the site of the annual meeting;
- G. To recognize chapters meeting the requirements set forth by the state/provincial unit; and
- H. To assume such other responsibilities as are, or as shall be, assigned through the Constitution and Bylaws.

ARTICLE VIII CHAPTERS AND SUBDIVISIONS

Section 1. Requirements for Professional Chapters

- A. The chapter must operate under a Constitution and Bylaws that have been approved by the state/provincial unit;
- B. The chapter must have a minimum of three (3) officers who shall be reported annually to the state/provincial unit;
- C. The chapter must have a minimum of ten (10) CEC Premier and/or Professional members who shall meet the membership qualifications established by CEC. The chapter may not accept enrollments for chapter membership only.
- D. The chapter shall hold a minimum of four (4) general membership and/or professional program meetings each year;
- E. The chapter president or proxy shall attend the meetings of the state/provincial Executive Committee; and
- F. The chapter shall provide an annual report to the state/provincial unit summarizing the chapter's programs and activities conducted during the year.

Section 2. Requirements for Student Chapters

- A. The chapter must operate under a Constitution and Bylaws that have been approved by the state/provincial unit;
- B. The chapter must have a minimum of three (3) officers and one (1) faculty advisor who shall be reported annually to the state/provincial unit;
- C. The faculty advisor must be a CEC Premier or Professional member;
- D. The chapter must have a minimum of ten (10) CEC Student members who shall meet the membership qualifications established by CEC. The chapter may not accept enrollments for chapter membership only.
- E. The chapter shall hold a minimum of four (4) general membership and/or professional program meetings each year;
- F. The chapter president or proxy shall attend the meetings of the state/provincial Executive Committee; and
- G. The chapter shall provide an annual report to the state/provincial unit summarizing the chapter's programs and activities conducted during the year.

Section 1. Requirements for Subdivisions

- A. The subdivision must be officially recognized by the parent international division of CEC;
- B. The subdivision must operate under a Constitution and Bylaws approved by the parent international division of CEC, and does not contain provisions in conflict with the Constitution and Bylaws of the state/provincial unit;
- C. The subdivision must maintain active status and meet the requirements of the parent international division of CEC;
- D. The subdivision must report its officers annually to the state/provincial unit;
- E. The subdivision president or proxy shall attend the meetings of the state/provincial Executive Committee; and
- F. The subdivision shall provide an annual report to the state/provincial unit summarizing the subdivision's programs and activities conducted during the year.

ARTICLE IX COMMITTEES

Section 1. Standing Committees

Standing committees shall be Membership, Communications, Policy and Advocacy, Program, Nominations and Elections, 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 standing committees with the exception of the Policy and Advocacy, Program, Nominations and Elections, and Finance Committees.

Section 3. Appointment of Committee Members

Committee members shall be appointed by the chairs, subject to approval by the president. All committees shall have no less than two members in addition to the chair. The chairs and members of committees shall serve two-year terms unless indicated otherwise.

Section 4. Communications Committee Composition

The Communications Committee shall include the newsletter editor.

Section 5. Policy and Advocacy Committee Composition

The Children and Youth Action Network (CAN) Coordinator shall serve as chair of the Policy and Advocacy Committee.

Section 6. Program Committee Composition

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

Section 7. Nominations and Elections Committee Composition

The immediate past president shall serve as chair of the Nominations and Elections Committee. The chair and members shall serve one-year terms.

Section 8. Constitution and Bylaws Committee Composition

The Constitution and Bylaws Committee shall include the past president.

Section 9. Finance Committee Composition

The treasurer shall serve as chair of the Finance Committee.

Section 10. Duties of Committees

A. The duties of the Membership Committee shall be:

1. To maintain a list of current members and to provide this list to officers and committee chairs upon request;
2. To maintain an active program for the recruitment of new members and renewal of members; and
3. To support CEC Headquarters in its member recruitment and renewal programs.

B. The duties of the Communications Committee shall be:

1. To recommend to the Executive Committee publications to be issued;
2. To plan and develop publicity that will give recognition to state/provincial unit activities and members;
3. To publish the official publication of the unit; and
4. To support and maintain the state/provincial unit's communications with members, social media presence, and the state/provincial unit's Web site.

C. The duties of the Policy and Advocacy Committee shall be:

1. To develop a political action program under the direction of the Executive Committee;
2. To disseminate information pertinent to international, national, and state/provincial public policy; and
3. To support CEC Headquarters in its policy and advocacy efforts and campaigns.

D. The Program Committee shall develop the program for the annual meeting.

E. The duties of the Nominations and Elections Committee shall be to prepare annually a slate of candidates for the positions of president elect, secretary (even-numbered years), and treasurer (odd-numbered years), and to present the slate to the membership 30 days prior to the start of the election. 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.

Section 11. 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/provincial unit.

Section 2. Special Meetings

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

Section 3. Quorum

Fifty percent (50%) of the membership shall constitute a quorum at a regular or specially-called meeting.

ARTICLE XI DURATION AND DISSOLUTION

The duration of the state/provincial unit shall be perpetual unless the officers of the state/provincial 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/provincial unit, the officers shall, after paying or making provision for the payment of all the debts and liabilities of the state/provincial unit, distribute all of its assets to the Council for Exceptional Children, a nonprofit, tax-exempt 501(c)(3) organization, to apply to one or more of its programs.

ARTICLE XII PARLIAMENTARY PROCEDURE

The rules of parliamentary practice in Robert's Rules of Order, Newly Revised, latest edition, shall govern the proceedings of this state/provincial 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 Executive Committee

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

Section 3. Referral to the Membership

All proposed amendments presented to the Executive Committee shall be submitted to the membership not less than 30 days prior to a vote.

Section 4. Final Action

This Constitution and Bylaws may be amended by either a mail, electronic or voice vote and must pass by a two-thirds majority of the members voting.

CEC 8-8-12