

Greater Orange County Chapter 188
California Council for Exceptional Children

BYLAWS

Article I

Name

- Section 1. The name of this organization shall be the “Greater Orange County Chapter, 188, Council for Exceptional Children.”
- Section 2. The Chapter shall hereinafter be referred to as the “Chapter”; the California Council for Exceptional Children shall be hereinafter referred to as “CACEC”; and the Council for Exceptional Children shall be hereinafter referred to as “the Council.”

Article II

Purpose

- Section 1. The purposes of the Chapter shall be:
- A. To promote the education and general welfare of exceptional children and youth;
 - B. To encourage and promote research as a means of better understanding the problems relating to exceptional children and youth;
 - C. To foster a close relationship with CACEC and the Council, as well as, with public and private agencies in Orange County that are interested in the welfare and well-being of exceptional children and youth;
 - D. To provide incentives, encouragement, and opportunities for the professional growth of special education personnel;
 - E. To support legislation in the field of special education;
 - F. To offer encouragement and assistance to student chapters; and
 - G. To create public awareness of the needs, accomplishments and services of exceptional children and youth.

Article III

Membership

- Section 1. CEC membership is fully unified. All members of local chapters are members of the international organization as well as CACEC.

- Section 2. A. Basic Membership: For those who seek the best resources available but whose needs, interests or budgets are limited, Basic Membership is reasonable and cost-effective;
- B. Full Membership: Offering fewer benefits than the Premier level, Full Membership is an extensive collection of unmatched materials and services that will appeal to many special educators;
- C. Premier Membership: The most comprehensive level provides a full complement of outstanding benefits that anyone involved in special education will find indispensable;
- D. Student Membership: Students must be enrolled full or part-time in a matriculating program by an accredited college or university. Student members receive a special discount of 20% off any individual membership. Students are eligible for the discount for a maximum of six cumulative years.

Section 3: The membership year shall correspond with that of the Council.

Article IV

Officers and Duties

- Section 1. The officers of this Chapter shall be: President, President Elect, Secretary, Treasurer, and Immediate Past President.
- Section 2. The officers shall be elected for two-year terms.
- Section 3. The officers shall serve as the Executive Committee of the Chapter.
- Section 4. The President shall:
- A. Schedule and preside at all meetings of the Chapter, the Board, and the Executive Committee;
 - B. With the Board's approval, appoint Chairs of all Committees and chapter liaisons, except those who by virtue of their office are specifically designated in these Bylaws;
 - C. Be an ex officio member of all Committees, except the Nominations/Elections Committee;
 - D. Represent the Chapter in coordinating its efforts with those of other agencies;
 - E. May designate another officer to represent the Chapter; and

F. Submit reports, as required, by CACEC and the Council.

Section 5: The President Elect shall:

- A. In the absence of the President, assume the duties of the President;
- B. Act as Program Chair, organizing and planning the year's program with the assistance of the Program Development Committee; and
- C. May be given other duties at the discretion of the Board.

Section 6: The Secretary shall:

- A. Record the minutes of all official meetings of the Chapter in an approved format;
- B. Write, transmit, and report the results of all official correspondence of the Chapter as directed by the Board; and
- C. Keep a file of all official correspondence.

Section 7: The Treasurer shall:

- A. Be the custodian of all funds of the Chapter;
- B. Pay all authorized bills;
- C. Maintain an itemized account of all receipts and expenditures and present a written report of same at each meeting of the Board;
- D. Maintain a copy of the Bylaws; and
- E. Be a member of the Budget and Finance Committee.

Section 8: The Immediate Past President shall serve as Chair of the Nominations and Elections Committee.

Article V

Board of Directors and Duties

Section 1. All members of the Board of Directors shall be members of the Council.

Section 2. The Board of Directors shall hereinafter be referred to as "the Board."

- Section 3. The Board shall consist of the Executive Committee, appointed Committee Chairs and Chapter Liaisons.
- Section 4. It shall be the duty of the Board to conduct the business of the Chapter in accordance with the Bylaws. The Board shall also arrange for an annual audit of the Treasurer's books and payments of the audit.
- Section 5. Shall appoint a member of the Chapter to serve as its representative to the CACEC Board of Directors.

Article VI

Meetings

- Section 1. The Board shall meet a minimum of four time per year to conduct the Chapter's business.
- Section 2. The Chapter shall provide professional meetings for its members as well as other professionals in the field.
- Section 3. General membership meetings, as well as conferences, institutes, and/or workshops may be arranged by action of the Board.

Article VII

Official Communications

- Section 1. Official communications of the Chapter shall be through its website or other electronic communications.
- Section 2. The website is accessible to all Chapter members as well as other professionals in the field.

Article VIII

Nominations and Elections

- Section 1. Nominations for the office of President-Elect shall be submitted by members to the Nominations and Elections Committee.
- Section 2. The President-Elect shall succeed to the office of President and then to the office of Immediate Past President.
- Section 3. A vacancy in the office of President-Elect shall be filled by appointment by the Board, but only for the remainder of that year. The individual will not succeed to the office of President, unless elected by the membership, as specified in these Bylaws.
- Section 4. The officers of Secretary and Treasurer shall be filled as follows:

- A. Nominations for Secretary and Treasurer shall be submitted by members to the Nominations and Elections Committee;
- B. The Secretary shall be elected in odd years and the Treasurer shall be elected in even years; and
- C. Vacancy in either office shall be filled by appointment of the Board for the remainder of the term.

Section 5. Election of Candidates:

- A. For any office for which there is only one candidate the election shall be determined by a simple majority vote of the Board;
- B. For any office for which there is more than one candidate the Nominations and Elections Committee shall prepare and conduct an electronic ballot. The Election shall be determined by a simple majority vote of those casting ballots.

Section 6. Removal from office shall follow the procedures outlined below:

- A. A petition for removal of an officer shall be signed by a minimum of ten percent of the current membership of the Chapter 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 (President-Elect) shall solicit relevant evidence from all parties concerned, and call a meeting of the Executive Committee to consider the matter within fifteen (15) days following receipt of the petition;
- C. The Executive Committee shall forward the petition, with or without recommendations, to the Board for meeting that is to be held within thirty (30) days following the Executive Committee's consideration of the petition; and
- D. At the Board meeting, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds (2/3) majority vote of the members present is necessary for the removal of the officer.

Article IX

Executive Committee

Section 1. The composition of the Executive Committee shall consist of the elected officers

of the Chapter.

Section 2. The duties of the Executive committee shall be:

- A. To formulate and propose policies for the Chapter;
- B. To fill vacancies with the approval of the Board; and
- C. To make recommendations to the Board and to the Chapter.

Article X

Committees

Section 1. Committee members:

- A. All Committee members must be members of the Chapter.
- B. Committee chairs shall select the members of the committees.

Section 2. Standing Committees shall be:

- A. Budget and Finance Committee shall prepare an annual budget to be presented to the Board for approval. Budget revisions shall be considered as needed and recommendations shall be made to the Board. The Treasurer shall be a member of the Committee;
- B. Bylaws Committee shall present proposed changes to the Bylaws to the Board for consideration. The Committee Chair is responsible for maintaining a current version of the Bylaws;
- C. Grants and Scholarships Committee shall develop plans for awarding financial grants for attendance to the CACEC conference and the annual convention of the Council, and awarding scholarships to students in training to become special education teachers. Grants and scholarships shall be awarded within the guidelines, provisions, and regulations adopted by the Board. The Committee shall be responsible for the dissemination of information about the grants and the scholarships. The Committee shall select the recipients of the grants and scholarships, and the auditing of funds; the grants are as follows: Warren O. Mendenhall for the CACEC Conference the Marion E. Parsons, for the CEC Convention; and the Jerome Shannon Award;
- D. History Committee shall be headed by the Historian and shall gather and complete all pertinent material regarding the Chapter's activities and shall keep it in a file for a permanent record;
- E. Membership Committee shall maintain current Chapter membership lists, promote membership and perform such duties as are necessary to achieve

these functions. The Treasurer shall be a member of this Committee, in order to coordinate membership with the receipt of funds;

- F. Nominations and Elections Committee shall solicit candidates for the offices that are open for election during the year, screen the candidates, and present a slate to the Board prior to the announcement of the candidates and the election. The Immediate Past President shall serve as the Committee Chair;
- G. Professional Development Committee, in collaboration with the President Elect, shall organize and coordinate programs that support the professional growth of the members as well as other professionals in the field;
- H. Special Appropriations Committee shall accept from the membership applications for financial assistance which are consistent with the Chapter's purposes. The Committee shall review the requests and make recommendations for the Board's approval;
- I. Ways and Means Committee shall be responsible for the Chapter's major fund-raising activity.

Section 3. Special and Ad Hoc Committees may be created by the President and majority vote of the Board, as are needed. The scope, function, and duration of these Committees shall be specified by the Executive Committee. These Committees are, but not limited to:

- A. Communications and Website Committee;
- B. Parliamentary Procedure;
- C. Remembrance Committee; and
- D. School and Community Awards.

Section 4. Liaison Assignments

- A. Are defined as those activities or organizations which are not initiated or controlled by the Chapter;
- B. Provide information to the Chapter; and
- C. May include, but are not limited to professional organizations that provide services to children and youth with exceptional needs as well as those public and private agencies in Orange County that are interested in the welfare and well-being of exceptional children and youth.

Article XI

Official Year

Section 1. The official year for the Chapter shall be July 1 through June30.

Article XII

Quorum

Section 1. A quorum of the Board shall consist of not less than seven (7) members, including at least two (2) members of the Executive Committee. No business may be transacted by the Board unless a quorum is present.

Section 2. A quorum of the Executive Committee shall consist of not less than three (3) members and must include the President and/or the President Elect.

Article XIII

Parliamentary Procedure

The rules contained in Robert's Rules of Order, Newly Revised, latest edition, shall govern the Chapter in all cases where they are applicable, and when they are not in conflict with these Bylaws.

Article XIV

Amendments

Section 1. Amendments to the Bylaws shall be presented, in writing, to the Bylaws Committee. The Committee shall present its recommendation, in writing, to the Board. If approved by two thirds (2/3) vote of the Board, the amendment shall be effective immediately.

Section 2. Any amendment must conform to CACEC Bylaws and the Council's Bylaws.

Article XV

Indemnification

Section 1. CEC Chapter 188, Orange County, agrees to indemnify, defend and save harmless its agents (i.e. officers, committee chairs and members) from and against all liability, loss, cost or expenses (including attorney's fees) by reason of liability imposed upon the organization, arising out of or related to organization's activities, whether caused by or contributed to by the agents indemnified herein, unless caused by the sole negligence of the agent indemnified herein.

Section 2. CEC Chapter 188, Orange County, shall have the power to purchase and maintain insurance on behalf of any agents of the organization to the fullest extent permitted by law, against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, or to give other indemnification to the extent permitted by law.

Article XVI

Duration and Dissolution

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

- A. The California Council for Exceptional Children for its use in advancing the education of exceptional children and youth; or
- B. The Council for Exceptional Children, Yes I Can! awards program.
- C. Other Orange County nonprofit associations/organizations serving children and youth with exceptional needs.

Approved by the Board of Directors June 13, 1990

Approved by the Board May 10, 2006

Approved by the Membership September 15, 2006

Approved by the Membership March 31, 2011

Approved by the Board March 20, 2019

Approved by the Membership April 16, 2019

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