

BYLAWS
of the
Georgia Council for Exceptional Children
(formerly GEORGIA FEDERATION COUNCIL FOR EXCEPTIONAL CHILDREN)

Part One
ARTICLE I
NAME

The name of this organization shall be the Georgia Council for Exceptional Children, also known as Georgia CEC or GaCEC.

ARTICLE II
PURPOSES

The Georgia Council for Exceptional Children is formed exclusively for charitable, educational, and scientific purposes, within the meaning of IRC 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). The purpose is 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 and support 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.

The general purposes are to have and to exercise all rights and powers conferred on not-for-profit associations under the laws of Georgia. All previous purposes shall be exercised exclusively for charitable and educational purposes, so the Association shall qualify as an exempt organization under Section 501(c)(3) of the Code.

ARTICLE III
MEMBERSHIP

Section 1: Qualifications

Membership shall consist of professional personnel and other persons interested in educating children and youth with exceptionalities.

Section 2: Minimum Membership Requirement

Georgia CEC 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

Georgia CEC’s membership shall consist of all Council for Exceptional Children members affiliated with this State Unit. The State Unit may not accept enrollments for state membership only.

Section 4: Membership Term

The policy on 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

Georgia CEC shall be affiliated as an official State Unit of the Council for Exceptional Children, originally established on July 31, 1956.

Section 2. Fiscal Year and Administrative Term of Office

The Fiscal Year and Administrative term of office shall be July 1 – June 30 (effective July 1, 2015).

**ARTICLE V
ASSESSMENTS AND DUES**

Section 1: Special Assessments

Special assessments on Full and Basic memberships 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 individual’s membership year ends. Members whose dues are not paid by the last day of their membership year shall be dropped from the organization's membership.

ARTICLE VI

OFFICERS

Section 1: Elected Positions

The membership shall duly elect the officers of Georgia CEC and consist of a President, Vice President, Secretary, and Treasurer. The officers should represent the various ethnic groups comprising the membership, geographic areas, professional positions, and areas of exceptionality.

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 their term of office.

Section 3: Term of Office

The President, Vice President, and immediate Past President shall serve two-year terms, which shall coincide with the fiscal year and administrative term of office. The Secretary and Treasurer shall also 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.

Section 4: Succession

The Vice President shall automatically succeed to the presidency at the expiration of the President's term of office.

Section 5: Vacancies

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

Section 6: Election of Officers

The membership shall elect the officers of Georgia CEC. All nominations must be members in good standing submitted by the Nominations and Elections Committee. Ballots may also contain write-in candidates if they are members in good standing.

Section 7: Removal from Office

- A. A petition for the 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 Vice President.
- B. The President (or Vice President) 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 to remove 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 a written notice of appeal to the President (or Vice President) and a written statement of appeal.
- F. Within seven days following receipt of a valid written notice of appeal, the President (or Vice President) shall, in writing, call for the appointment and meeting of an Appeal Board. The Appeal Board shall consist of five members of the State Unit appointed by the Executive Board and five in good standing of the State Unit selected by the appealing officer. No member of the Appeal Board, except the Chair, will be a current officer,

Board member, or Committee Chair of the State Unit. The President (or Vice President) shall serve as the nonvoting Chair of the Appeal Board. If the appealing officer cannot select the members willing to serve, the decision of the Executive Board 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 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. This action is final.

ARTICLE VII EXECUTIVE & GOVERNING BOARDS

Section 1: Composition

- A. The Executive Board shall consist of the elected officers of Georgia CEC (President, Vice President, Treasurer, Secretary) and the immediate Past President.
- B. The Governing Board shall consist of the members of the Executive Board as well as the Chairs of the standing and ad hoc Committees, professional Chapter Presidents (or their proxy), Presidents of Subdivisions (or their representative), and the SCEC faculty advisors. The State Department of Education liaison will serve as a nonvoting member of the Governing Board.

Section 2: Meetings

- A. Regular meetings of the Executive Board shall occur through conference calls or face-to-face meetings as the President calls.
- B. The Governing Board will meet at least annually and whenever the President calls.

Section 3: Quorum

- A. One-half of the membership of the Executive Board shall constitute a quorum.
- B. One-third of the membership of the Governing Board shall constitute a quorum.
- C. One-third of the membership of a Committee shall constitute a quorum.

ARTICLE VIII COMMITTEES

Section 1: Standing Committees

Standing Committees shall be Awards, Communications, Bylaws, Finance, Membership, Nominations and Elections, Policy and Advocacy, Program, Exceptional Children's Week, and Student Advisory Committees.

Section 2: Appointment of Committee Chairs

With the Executive Board's approval, the President shall appoint the Chairs of the standing Committees.

Section 3: Appointment of Committee Members

The Chairs, subject to approval by the President and the President, shall appoint Committee members.

Section 4: Communications Committee Composition

The Communications Committee shall include the Secretary and Media Coordinator.

Section 5: Bylaws Committee Composition

The Bylaws Committee shall include the Past President and President.

Section 6: Finance Committee Composition

The Treasurer shall Chair the Finance Committee.

Section 7: Nominations and Elections Committee Composition

The immediate Past President shall Chair the Nominations and Elections Committee.

Section 8: Policy and Advocacy Committee Composition

The Policy and Advocacy Committee shall include the Children and Youth Action Network (CAN) Coordinator.

Section 9: Program Committee Composition

The Vice President shall serve as Chair of the Program Committee and work collaboratively with the conference Committee.

Section 10: Ad Hoc Committees

Ad hoc Committees may be established, and their functions assigned at the discretion of the President (e.g., Archive Committee). Such establishment must clearly indicate the Committee's purpose and length of service.

**ARTICLE IX
ELECTION PROCEDURES**

Section 1: Ballot

The nominating Committee will prepare the ballot. Directions and information will be published on the website before the vote.

**ARTICLE X
MEETINGS**

Section 1: Annual Meeting

There shall be an annual meeting of the State Unit (e.g., IDEAS Summer Conference).

Section 2: Special Meetings

The President, with the consent of the Executive Board, may call special meetings.

Section 3: Quorum

One-third of the Governing Board membership shall constitute a quorum at a regular or specially called meeting. A majority of members present shall constitute a quorum at a general business meeting.

**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 Past President or appointee shall inform the membership that the Unit will be disbanded. 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 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 including

- A. The **Yes I Can! Awards Program** for its use in recognizing the achievements of students who have excelled despite their disability.
- B. The “Kayte M. Fearn CEC Ethnic Diversity Scholarship” annually provides a cash scholarship to a CEC student member from an ethnic background who is pursuing a degree in special education.
- C. The “In Remembrance Of...” Fund in honor of an individual to support the activities and programs of The Council and/or
- D. The “General Council Fund” supports the activities and programs of The Council.

Upon the dissolution of this organization, if the organizations named above no longer exist, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code or shall be distributed to the federal government, or a state or local government, for a public purpose.

**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 Unit subject to the special rules which have been or may be adopted.

**ARTICLE XIII
AMENDMENTS**

Section 1: Submission of Proposed Amendments

Any proposed amendments to this Bylaws shall be submitted in writing to the Bylaws Committee for review.

Section 2: Review by Executive Board

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

Section 3: Referral to the Membership

All proposed amendments presented to the Executive Board shall be submitted to the Governing Board not less than 30 days before a vote at or before the annual meeting.

Section 4: Final Action

These bylaws may be amended by either electronic or voice vote and must pass by two-thirds of the votes cast or a majority of the voting power, whichever is less.

Part Two: Bylaws

Article I: Name

The name of this organization shall be the Georgia Council for Exceptional Children, also known as Georgia CEC, GaCEC, and gacec.org.

Article II: Purpose

The principal purpose of this organization shall be to advance the welfare and education of exceptional children and youth.

Article III: Membership

The membership classifications are Basic, Full, and Premier.

Article IV: Organization

Georgia CEC is a Council for Exceptional Children unit. The fiscal year shall be July 1- June 30.

Section 1: Requirements for Professional Chapters

- A. The Chapter must operate under Bylaws approved by the State Unit.
- B. The Chapter must have a minimum of three (3) officers who shall be reported annually to the State Unit.
- C. The Chapter must have a minimum of (10) current CEC members who shall meet the 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 a proxy is encouraged to attend the Governing Board meetings and

- F. The Chapter shall provide an annual report to the state indicating the Chapter's officers and summarizing the Chapter's proposed budget, programs, and activities conducted during the year no later than **May 1** to the current Treasurer.

Section 2: Requirements for Student Chapters

- A. The Chapter must operate under Bylaws approved by the State 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 Unit.
- C. The faculty advisor must be a CEC member.
- D. The Chapter may not accept enrollments for Chapter membership only.
- E. The Chapter shall hold at least one (1) general membership and/or professional program meeting each year; and
- F. The Chapter shall provide an annual report to the State Unit summarizing the Chapter's programs and activities conducted during the year.

ARTICLE V: Assessments and Dues

The Unit shall receive from the Council for Exceptional Children monies sent annually as rebates for the total membership. Chapters can request their share of these rebates when they submit an annual report, including activities and a list of current officers' names. The amount of the refund shall be \$3.00 per member.

ARTICLE VI: Officers

Duties of Officers

The powers and duties of the President shall be:

1. To serve as chief executive officer of Georgia CEC with the powers and duties usually belonging to such a position.
2. To give leadership to general policymaking and carry out the directives of the membership.
3. Call and preside at meetings of the Executive and Governing Boards and all other unit-sponsored meetings.
4. To recommend Chairs of standing Committees (except the Finance, Nominations and Elections, and Program Committees) with the governing Board's approval.
5. To appoint a CAN representative.
6. To serve as an ex-officio nonvoting member of all Committees except the Nominations and Elections Committee.
7. To recommend the types of ad hoc Committees and other appointive bodies needed to the Governing Board.
8. To submit a list of the current officers to CEC by the first day of the State Unit's administrative year.
9. To prepare and submit an annual set of assurances to the Council for Exceptional Children.
10. To serve as one of the State Unit representatives to the CEC Representative Assembly and

11. If the President and/or Vice President cannot serve as a state representative to the CEC Representative Assembly, the President may appoint a member to serve.
12. To be a member of the Bylaws Committee.

The powers and duties of the Vice President shall be:

1. To Chair the Program Committee and work collaboratively with the conference Committee.
2. To plan other meetings according to the policies and directives of the Governing Board; and
3. To serve as one of the State Unit representatives to the CEC Representative Assembly.
4. To serve as President in the President's absence.

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 Bylaws Committee.
3. To serve in an advisory or consultative role as designated by the President; and
4. To serve as the State Unit's liaison to the Chapters and Subdivisions.

The powers and duties of the Secretary shall be:

1. To keep a record of the proceedings of each Executive and Governing Board and the annual meetings 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 the Executive Governing Boards.
5. To have available copies of the Bylaws and minutes at all Executive and Governing Boards and other official meetings conducted by the State Unit.
6. To transfer all records to the new Secretary at installation.
7. To maintain a current list of Chapter and Subdivision officers for communication purposes and to share with the President to submit to the Council for Exceptional Children; and
8. To serve as a member of the Communications Committee and be the E-newsletter editor.

The powers and duties of the Treasurer shall be:

1. To serve as custodian of the funds of the State Unit.
2. To pay expenses approved by the Governing Board and on the authorization of the President.
3. To make an annual report of the financial status of the State Unit to the governing Board and at the annual business meeting.
4. To work collaboratively with the President for co-signatures and disbursement approvals. Forms should be designated for reimbursements, purchase card use, and transfer of funds between accounts for accountability.
5. To ensure the Unit complies with 501(c)(3) rules and to recommend direct service projects to the Governing Board.
6. To act as Chair of the Finance Committee.
7. With the Executive Board, prepare and submit an annual budget for approval by the Governing Board.
8. To serve on the Program Committee.

9. To submit records of all monies collected and expended to the Finance Committee for auditing and
10. To transfer all monies and records to the new Treasurer within 30 days after installation.

The powers and duties of the officers/appointees serving as the Representatives to the CEC Representative Assembly shall be:

1. To represent the State 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 Georgia CEC Governing Board and general membership on activities of the CEC Representative Assembly and national 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 CEC Representative Assembly issues and advice forwarded to the CEC Board of Directors and
5. To take other specific directions from the State Unit concerning the activities of the CEC Representative Assembly.

ARTICLE VII: Executive and Governing Boards

Duties

The duties of the Executive Board shall be:

1. To serve as the State Unit's research and fact-finding body to make recommendations to the Governing Board for policymaking.
2. To act upon such official recommendations and petitions as may be received.
3. To determine policies and programs to present to the Governing Board.
4. To determine the publications that should be issued.
5. To recognize Chapters and Subdivisions meeting the requirements set forth by the State Unit and
6. To assume other responsibilities as are, or shall be, assigned through the Bylaws.

The duties of the Governing Board shall be:

1. To serve as the State Unit's administrative policymaking body.
2. To adopt an annual budget; and
3. To act upon recommendations presented by the Executive Board.

ARTICLE VIII: Committees

Duties of Standing Committees

The duties of the Awards Committee shall be

1. To structure the application dates for Georgia CEC awards to conform to CEC's awards guidelines to permit submission (with recommended enhancements as needed) for CEC awards where applicable.
2. To actively solicit nominations/applications for the Georgia CEC Awards.
3. To facilitate the selection of the recipients for the Georgia CEC Awards.
4. To recognize the recipients of the Georgia CEC awards through local and state media opportunities.

5. To submit Georgia CEC award recipients as nominees for CEC awards where applicable as per National awards specifications.
6. Contact National to get the names of Georgia, Yes I Can winners so they can be recognized at the annual meeting by collaborating with the Communications Committee and
7. To submit an action plan and annual report to the Executive Board.

The Duties of the Communications Committee shall be:

1. To recommend to the Executive Board publications to be issued.
2. To plan and develop publicity recognizing State Unit activities and members.
3. To produce a minimum of 3 newsletters and disseminate them.
4. To maintain the Georgia CEC website.
5. To work with officers and Committee Chairs on necessary publicity and
6. To submit an action plan and annual report to the Executive Board.

The Duties of the Bylaws Committee shall be:

1. To receive and review all proposed amendments to the Bylaws and refer to the Executive Board with recommendations.
2. To call to the attention of the Executive Board other changes which may be needed in the Bylaws; and
3. To submit an action plan and annual report to the Executive Board.

The Duties of the Finance Committee shall be:

Review and approve the annual budget for adoption by the Governing Board.

1. Review and approve the annual budget for adoption by the Governing Board.
2. To develop plans for raising funds.
3. To arrange to review the Treasurer's and financial reports.
4. To recommend direct service projects; and
5. To submit an action plan and annual report to the Executive Board.

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 recruiting and renewing new members.
3. To support CEC Headquarters' follow-up of membership renewals and member recruitment and retention programs.
4. To submit an action plan and annual report to the Executive Board.

The duties of the Policy and Advocacy Committee shall be:

1. To develop a political action program under the direction of the Executive Board.
2. To disseminate information pertinent to national and state public policy.
3. To support CEC Headquarters policy and advocacy efforts and campaigns.
4. To work collaboratively with the Exceptional Children's Week Chair to arrange activities at the state capitol during Exceptional Children's Week, Disability Day, or PAGE Day on the Hill.
5. To submit articles on state legislative activities about Special Education to the e-newsletter editor and
6. To submit an action plan and annual report to the Executive Board.

The duties of the Program Committee shall be:

1. To develop the program for the annual meeting, including presentations, speakers, registration, and evaluations.
2. To assemble a local arrangements Committee in the city where the annual conference will be held.
3. To assemble a program proposals Committee to review proposals and select presentations.
4. To submit publicity about the annual meeting/conference to the e-newsletter editor.
5. To submit an action plan and annual report to the Executive Board; and
6. To appoint a Conference Committee Chairperson.

The duties of the Nominations and Elections Committee shall be:

1. To prepare annually a slate of candidates for Vice President, Secretary (even-numbered years), and Treasurer (odd-numbered years).
2. To present the slate to the membership 30 days before the electronic vote.
3. To present bios and pictures of candidates electronically when the slate is presented.
4. To verify that all nominees, including write-ins, are members in good standing of the Council; and
5. To submit an action plan and annual report to the Executive Board.

The duties of the Exceptional Children's Week Committee shall be:

1. To plan and execute a contest.
2. To solicit suggestions for a theme.
3. To work collaboratively with the e-newsletter editor for publicity.
4. To work collaboratively with the PAN Committee (Policy and Advocacy) to plan statewide activities at the capitol and
5. To submit an action plan and annual report to the Executive Board.

The duties of the Student Advisory Committee shall be:

Members are comprised of SCEC advisors and SCEC Presidents.

1. Plan and execute an annual conference for students and collaborate with the Program Committee.
2. To solicit participation from all colleges that have a student Chapter.
3. To maintain and increase student membership; and
4. To submit an action plan and annual report to the Executive Board.

ARTICLE IX: Election Procedure

Members who cannot vote electronically may request an official ballot from the Chairperson of the Nominations Committee. Mail ballots should be submitted to the Chairperson before the close of voting. The Nominations and Elections Committee shall cross-reference all votes with a current listing of members. The Committee will maintain a record of all votes. Each member shall have one vote. Candidates receiving the greatest number of votes shall be elected. The Chairperson will notify the President to submit the names of those elected. The President shall announce the elected officers on the website. The new officers will be installed at the annual meeting.

ARTICLE X: Meetings

At least one Governing Board meeting shall be held annually to finalize unit business. The President can call Executive Board meetings at any time. The General Business Meeting shall be held at the annual conference.

ARTICLE XI: Duration and Dissolution

Under no circumstances shall any of the property or assets of the Unit during its existence or upon the dissolution thereof be distributed to any officer, member, employee, or subsidiary of this Unit.

ARTICLE XII: Parliamentary

The President shall appoint the Parliamentarian, whose function shall be to see that all Bylaws provisions are carried out.

ARTICLE XIII: Amendments

Amended June 1, 2014 (Changes Recommended by Constitution/Bylaws Committee)

Approved by Executive Committee and Governing Board June 1, 2014

Amended March 10, 2015 (Changes Recommended by I.R.S. for 501 (c)(3) Status)

Approved by Executive Committee March 10, 2015

Date changes to the Constitution and Bylaws approved by membership: May 2015

Approved by Executive Committee September 7, 2019

Approved by Executive Committee January 23, 2021

Approved by Executive Board July 29, 2023

Approved by the Governing Board August 19, 2023

Approved by membership, September 15, 2023.