

The Autistic Children's Support Group of Worcester County, Inc.

BY-LAWS

ARTICLE I. MEMBERSHIP

Section 1. Membership to this organization is open to all individuals who are concerned with helping children with special needs.

ARTICLE II. BOARD OF DIRECTORS

Section 1. The governing body of this organization shall be the Board of Directors, which shall consist of:

- a. the Immediate Past President, who shall be the Chairmen of the Board of Directors
- b. the President; and
- c. Vice President; and
- d. the Secretary, and
- e. the Treasurer, and
- f. up to 15 directors, as elected by the Board

Section 2. The Board of Directors shall control the property of this organization and shall manage this organization.

Section 3. A vacancy on the Board of Directors shall be filled within thirty (30) days by two-thirds (2/3rds) vote of the Board.

ARTICLE III. OFFICERS

Section 1. The **President** shall:

- a. be the chief executive officer to this organization; and,
- b. supervise the affairs and activities of this organization; and,
- c. preside at the meetings of the Board of Directors and the Executive Board meetings; and,
- d. make an annual report to the general membership within ninety (90) days of the termination of the President's term of office

Section 2. The **Vice President** shall:

- a. be responsible, under the direction of the President and the Board of Directors, for all chapter management activities including, but, not limited to: fundraising and communication as set forth by the policies of this organization; and,
- b. have such other duties as may be set forth by the President, the Board of Directors, or by the policies of this organization; and,

- c. be responsible, under the direction of the President, for recruitment, activation, and retention of the members of this organization as set forth in the policies of this organization.

Section 3. The **Secretary** shall:

- a. give notice of all regular and special meetings; and,
- b. keep a permanent record of all minutes of all meetings; and,
- c. be the official custodian of all official records of this organization, except as otherwise herein provided; and,
- d. have such other duties as may be set forth by the President, the Board of Directors, or by the policies of this organization.

Section 4. The **Treasurer** shall:

- a. keep the financial records of this organization; and,
- b. disburse funds as required; and,
- c. provide a written report monthly to the membership on the financial condition of this organization and at any other time deemed necessary by the President or Board of Directors, which said report shall include, but, not be limited to, income and expenses for the past month; and,
- d. render a written report, subject to audit, within thirty (30) days of the termination of the Treasurer's term of office at which time the Treasurer shall turn over all financial records and books of this organization to the new Treasurer; and,
- e. be responsible for the preparation and filing of all tax and/or other types of returns relating to the records which were in the custody of the Treasurer during the Treasurer's term of office and which are due to any and all governmental agencies on or before the date due for each such return; and,
- f. Have such other duties as may be set forth by the President, the Board of Directors, or by policies of this organization.

Section 5. The **Chairman of the Board of Directors** shall:

- a. be the preceding past president if the immediate past president of this organization is unable to serve; and
- b. serve as an advisor to the President and Board of Directors; and,
- c. have such other duties as may be set forth by the President, the Board of Directors, or by the policies of this organization.

Section 6. Each **Director** shall:

- a. be responsible for appointing chairmen and program managers and for overseeing the successful completion, including all necessary paperwork, of each project and/or program for which they have responsibility; and,

- b. have such other duties as may be set forth by the President, the Board of Directors, or by the policies of this organization.

Section 7. If the President of this organization, for any reason, is unable or unwilling to serve, then the following officers shall serve in the place of the President, in the following priority:

- a. Vice President;
- b. Treasurer;
- c. Secretary.

ARTICLE IV. MEETINGS

Section 1. The biannual election meeting of this organization shall be during the third (3rd) week of April every two years on a date and place approved by the Board of Directors at least seventy-six (76) days prior to the election. Notice of said meeting shall be mailed to each member at their last known address at least ten (10) days prior thereto.

Section 2. This organization shall hold semi-monthly membership meetings on such days and places as shall be set by the general membership or in default of such action, by the Board of Directors. The President of this organization at the discretion of the President may call special meetings upon five (5) days notice. All at meetings of the membership, fifteen percent (15%) of the membership shall constitute a quorum.

Section 3. The Board of Directors shall have semi-yearly meetings on such days and places as are fixed in advance by the Board of Directors. Such regular meetings may be postponed or not held at the discretion of the President. Special meetings of the Board of Directors may be called by the President or by the Secretary upon request of at least one-half (1/2) of the members of the Board of Directors. At all meetings of the Board of Directors a majority of the members of the Board of Directors shall constitute a quorum. At all meetings of the Executive Board of the Board of Directors a majority of the members of the Executive Board of the Board of Directors shall constitute a quorum.

Section 4. Any member of the Board of Directors who is absent from three (3) consecutive regular meetings of the Board of Directors may be dropped from the Board of Directors by the affirmative vote of at least a majority of the members of the Board of Directors.

Section 5. In all matters, unless otherwise provided in these By-Laws, in the general membership meetings, in the Board of Directors meetings, and in the Executive Board of the Board of Directors a majority vote shall be necessary to pass any motion or resolution.

ARTICLE V. ELECTIONS

Section 1. The Chairman of the Board of Directors shall appoint a Chairman of the Elections Committee on or before February 1 of each year. The Chairman of the Elections Committee shall appoint the remainder of the Elections Committee.

Section 2. Not less than thirty (30) days prior to the annual election date, the President shall appoint, with the approval of the Board of Directors, a Nominating Committee composed of five (5) members.

Section 3. The Nominating Committee shall, not less than ten (10) days prior to the biannual election, present in writing to the members, the names of the candidates for election. Nominations may be made from the floor at any election held by this organization.

Section 4. No member who is on the Nominating Committee shall be nominated for any office by action of the Nominating Committee.

Section 5. The Nominating Committee shall present nominees for each office to serve a term of two (2) years.

Section 6. Each candidate for President must be a member of the Board of Directors at the time of the election.

Section 7. At the biannual election there shall be chosen, sequentially, President, Secretary, and Treasurer. In addition, there shall be elected at said election, a number of Directors, which said number of Directors shall have been chosen by the Executive Board at least thirty (30) days prior to the election.

Section 8. Voting shall be done only by casting one (1) ballot per office. No proxies or absentee ballots shall be recognized.

Section 9. Voting shall be done by secret ballot.

Section 10. The term of office of all officers and directors of this organization shall be the fiscal year of this organization.

ARTICLE VI. FINANCE

Section 1. The fiscal year of this organization shall be from May 1 to April 30.

Section 2. The Board of Directors of this organization shall prepare a Plan of Action, which shall be presented to the members of this organization for their approval, which said presentation shall be within the first sixty (60) days of the fiscal year of this organization. The Plan of Action shall be the goals and plans for achievement for this organization for the fiscal year in which it is approved and shall include each project or program and the budget associated therewith. The Plan of Action may be amended, from time to time.

Section 3. All financial accounts (meaning bank accounts, money funds, or wherever and however the monies of this organization are located or kept) which are opened in the name of this organization or for any purpose, program, or project of or for this organization, shall have the President and the Treasurer as signatories on said accounts in addition to any other signatories which may be authorized by the Board of Directors. The number of signatories on each such account and the number of signatories required for a withdrawal on each such account shall be determined and authorized by the Board of Directors.

Section 4. All financial accounts (meaning bank accounts, money funds, or wherever and however the monies of this organization are located or kept) shall have as the only address on each such account, the address of this organization.

Section 5. All projects and programs which are not set forth within the Plan of Action for the current year shall be brought before the Board of Directors prior to presentation to the membership of this organization, which said Board of Directors and the membership must approve same by a majority vote.

Section 6. All projects and programs which are set forth within the Plan of Action for the current year shall be brought before the Board of Directors only.

ARTICLE VII. DELEGATIONS

Section 1. Delegations or special committees may be appointed by the President, subject to the approval of the Board of Directors, to represent this organization at any convention, meeting, or assembly as may be necessary. Such delegations or committees may exercise only those powers specifically vested in them by the Board of Directors.

ARTICLE VIII. REMOVAL FROM OFFICE

Section 1. Any officer or director may be removed from office, by the membership, as a result of failure to fulfill the duties of said office or for conduct detrimental to the best interests of this organization. Such removal shall follow the following procedures:

- a. A petition stating the charge shall be filed with the Secretary and signed by two-thirds (2/3rds) of the Board of Directors or by a two-thirds (2/3rds) of the active members; then,
- b. The Secretary shall notify each member at least twenty (20) days at their last known address before the petition will be placed on a meeting agenda; then,
- c. The officer or director who is the subject of the petition shall be permitted written notice of the charge five (5) days before the question is to be placed on a meeting agenda; then,

- d. The petitioners shall present their case first; said officer shall be heard next, and the vote shall be taken. A two-thirds (2/3rds) majority of those voting shall be necessary to remove the officer or director who is the subject of the petition from office.

Section 2. If the officer or director who is the subject of the petition for removal is the Secretary, then the Treasurer shall receive and distribute the petition. If the officer who is the subject of the petition for removal is the President, then the Vice President shall preside during the removal proceedings. No removal proceedings shall be based more than once on the same evidence.

Section 3. Any officer or director may resign at any time pending the approval of the Executive Board.

ARTICLE IX. POLICY

Section 1. Written policies shall be established, from time to time, by the Executive Board of the Board of Directors which shall state the rules pertaining to the adoption of projects and programs, duties of officers and directors, and other matters of concern to this organization. Said policies may be reviewed and changes may be made as necessary by the Executive Board of the Board of Directors.

ARTICLE X. SUSPENSIONS OF BY-LAWS

Section 1. All or any part of these By-Laws may be temporarily suspended by a two-thirds (2/3rds) vote of the members of this organization.

Section 2. Any suspension of all or any part of these By-Laws shall only remain in effect until the adjournment of the meeting in which all or any part of these By-Laws are suspended or until the suspension is removed by a two-thirds (2/3rds) vote of the members of this organization who are attending the meeting during which the By-Laws (or any part thereof) were suspended, whichever is first.

ARTICLE XI. AMENDMENTS

Section 1. These By-Laws or any part thereof may be amended by a two-thirds (2/3rds) vote of the members of this organization present at any membership meeting; provided, written notice of the proposed amendment or amendments has been mailed to the last known address of each member at least ten (10) days prior to the date of such meeting.

Section 2. These By-Laws shall take effect immediately upon their adoption by the members of this organization.