

## **BY-LAWS**

### **ARTICLE I—NAME**

This organization shall be known as the American Council on Rural Special Education (ACRES). ACRES shall be a non-profit corporation incorporated under the laws of the State of Utah.

### **ARTICLE II—MISSION AND PURPOSES**

#### **Section 1. Mission**

The primary mission of the organization and members of ACRES is to provide leadership and support that will enhance services for individuals with exceptional needs, for their families, for the professionals who work with them, and for the rural communities in which they live.

#### **Section 2. Purposes**

The purposes of the organization shall be:

- To promote the growth and development of each member of the organization
- To foster quality education and related services for individuals with exceptional needs living in rural America
- To advocate for individuals with exceptional needs, for their families, and for service providers
- To promote cultural diversity and the empowerment of minorities and members of traditionally under-represented groups in providing services to individuals with exceptional needs, their families, and service providers
- To promote national recognition for rural special education, and rural health and human services
- To promote collaborative partnerships with organizations interested in special education, and health and human services.

### **ARTICLE III—MEMBERSHIP**

#### **Section 1. Membership Qualifications and Requirements**

The organization shall admit to membership any persons who are interested in or concerned with promoting quality education and other services for individuals with special needs in rural areas. All members of the organization shall pay dues and fees for special activities, as appropriate.

#### **Section 2. Types of Memberships**

- **Regular Membership.** Regular membership shall consist of professionals or paraprofessionals engaged in special education or related services in schools, colleges, universities, or other education agencies, and parents or other individuals who have an interest in and commitment to rural special education.

- **Student membership.** Student membership shall consist of undergraduate and graduate students enrolled in classes during the academic year at an accredited college or university, not engaged in full-time employment, and sponsored by a faculty member who is also a regular member of the organization.

### **Section 3. Membership Rights and Privileges**

All individual and student members shall be entitled to all rights and privileges associated with membership in the organization. Each member in good standing in attendance at any meeting or participating in any election/balloting process shall have one (1) vote on any question.

## **ARTICLE IV—GOVERNANCE STRUCTURE**

### **Section 1. Leadership**

The organization shall be led by a Board of Directors elected by the membership and National Coordinator(s) appointed by the Board, with assistance from members serving on Standing committees and Ad Hoc Committees, as deemed necessary by the Board. The officers of the organization are the Chair, Chair-elect, Past Chair, Secretary, Treasurer, Historian, and National Coordinators.

### **Section 2. Fiscal Year**

The fiscal year shall be equivalent to the calendar year from January 1 through December 31.

### **Section 3. Meetings**

The Board of Directors shall meet at least four (4) times per year. Meetings will be called by the Chairperson of the Board. National Coordinators, Committee Chairs and Editor(s) are invited to take part in all Board meetings as Ex Officio members only without voting privilege.

### **Section 4. Quorum**

A quorum shall be constituted by at least one-half of the number of the members of the Board of Directors attending any official Board meeting.

### **Section 5. Elections**

- **Board of Directors.** Election of Board members shall be conducted by the past-Chair using an email ballot of the full membership. Nominations will be accepted and elections held before January 1. The nominees receiving the largest number of votes shall be declared elected. In case of a tie vote, the Past Chair, current Chair and Chair-elect, in the presence of witnesses, shall decide by lot among them.
- **Officers.** Election of Officers shall be conducted by the Past Chair concomitantly with the election of Board members. Nominees for Officer positions will be current Members of the Board of Directors. The nominees receiving the largest number of votes shall be declared elected. In case of a tie vote, the decision will be remanded to the full membership for a second ballot.

## **ARTICLE V—OFFICERS AND BOARD OF DIRECTORS**

### **Section 1. Board of Directors**

The Board of Directors shall be ACRES members in good standing. The Board of Directors will be responsible for determining policies and procedures for the organization and for making decisions about the implementation of activities and the allocation of resources. The board will be comprised of up to eighteen (18) members elected by the membership, with six (6) members elected each year, to serve three (3) year terms. The Board of Directors shall represent, to the maximum extent possible, the full range of disciplines, professional positions, geographic distribution, and cultural, gender, and age characteristics of the membership. The National Coordinators, Committee Chairs, and Editor(s) may serve as Ex Officio members of the Board without voting privilege.

### **Section 2. Officers of ACRES**

Officers shall be the Chair-elect, Chair, Past Chair, Secretary, Treasurer, and Historian.

### **Section 3. National Coordinator(s)**

National Coordinator(s) shall serve as the administrative officers of the organization and also as Ex Officio member(s) of the Board of Directors. The National Coordinator(s) will be responsible for the management of the business affairs of the organization, including finances, membership, information services (e.g., website, RuraLink email lists,) and conference planning, operation, and evaluation, as well as, any other duties assigned by the Board of Directors. The National Coordinator(s) are appointed by the Board of Directors to serve five (5)-year terms.

### **Section 4. Editor(s)**

The Editor(s) shall oversee the quality, content, and operation of the publications program of the organization. The Editor(s) will be responsible for selection of an Editorial Advisory board and management, production, and distribution of the professional journal, The Rural Special Education Quarterly (RSEQ), and special publications such as monographs. Editor(s) are appointed by the Board of Directors to serve five (5)-year terms.

### **Section 5. Qualifications**

All Board members, Committee Chairs, Coordinator(s), Editor(s), and Editorial Board members must be active members in good standing of the organization in order to be nominated or appointed for office. They must maintain a current membership in the organization throughout their term of office. Failure to maintain such membership may result in immediate removal from office.

### **Section 6. Terms of Office**

New Board members shall take office immediately following the annual business meeting at the national conference to serve three (3)-year terms. Board members cannot serve more than two (2) consecutive terms. The Chair and Historian will serve three (3)-year terms as Chair-elect/Chair/Past Chair or Apprentice Historian/Historian/Consulting Historian. The Secretary and Treasurer shall be elected annually. National Coordinator(s) and Editor(s) shall be appointed by the board to serve five(5)-year renewable terms.

### **Section 7. Vacancies**

Vacancies on the Board of Directors shall be filled by a vote of the full membership by ballot during the regularly scheduled election. For vacancies in officer positions, the Board of Directors may elect an interim officer from the Board to fill the vacancy until the next regularly scheduled election. The position(s) of National coordinator(s) and editor(s) shall be filled by the Board of Directors as soon as possible following announcement of the vacancy.

## **Section 8. Removal from Office**

Board members and officers may be removed from their position by the following process:

- A petition for removal of the Board member must be signed by at least five (5) members of the organization and submitted in writing to the National Coordinator(s) or to the Chairperson of the Board of Directors.
- The Board member in question will be notified of the petition within one (1) week.
- The Chairperson shall notify other board members in writing within two (2) weeks of such petition, solicit relevant evidence from all concerned parties, and call a special meeting of the Board of Directors to consider the matter within thirty (30) days of receipt of the petition.
- At the meeting, the Chairperson shall make an opportunity available to all concerned parties including the member in question to present any relevant evidence or arguments.
- A two-thirds majority vote of the Board of Directors present (provided there is a quorum) shall be necessary for removal of the member. The vote shall be by written ballot and may be conducted at the meeting, by e-mail, or by post mail.
- Reinstatement or removal is effective immediately following the vote.
- The Board member shall be notified of the outcome of the vote within one (1) week following the meeting of the Board of Directors.

## **ARTICLE VI—DUTIES OF ELECTED AND APPOINTED POSITIONS**

### **Section 1. Duties of the Members of the Board of Directors**

- Serve as the policy making body of the organization
- Approve appointment of National Coordinator(s), Editor(s), and Committee Chairs
- Oversee activities of all officers and committees of the organization
- Approve annual budget and other fiscal actions of the organization
- Set agenda for the annual business meeting
- Select sites for the Annual Conference
- Support the organization
- Attend the Annual Conference and business meeting
- Take part in all Board meetings
- Serve on at least one Committee

### **Section 2. Duties of the Chairperson**

- Attend and preside at meetings of the Board of Directors
- Appoint Chairpersons for all Committees, with Board approval
- Make a report of Board activities to the membership at the annual business meeting
- Provide leadership for activities of the Board
- Provide leadership to the organization in policy development

### **Section 3. Duties of the Chairperson-elect**

- Attend and preside at meetings of the board in the absence of the Chair
- Work with the Chair to learn organizational policies and procedures
- Undertake additional duties as assigned by the Chair

### **Section 4. Duties of the Past Chairperson**

- Attend and preside at meetings of the Board in the absence of the Chair and Chair-elect

- Work with the Chair and Chair-elect to maintain organizational continuity
- Solicit nominations for Board of Directors vacancies and for Officer positions
- Prepare, disseminate (by email), and tally ballots
- Notify nominees and the Board of election results
- Undertake additional duties as assigned by the Chair

#### **Section 5. Duties of the Secretary**

- Take minutes of the annual business meeting and any other meetings of the membership and make permanent record of them
- Take minutes of Board meetings and make permanent record of them

#### **Section 6. Duties of the Treasurer**

- Monitor finances of the organization
- Submit an annual budget for Board approval
- Serve as chair of the Budget and Financial Oversight Committee

#### **Section 7. Duties of the Historian (Apprentice/Current/Consulting)**

- Maintain the history of ACRES
- Catalog archives of the organization
- Present a State of ACRES address to the membership at the Annual Conference
- Interpret the By-laws, Policies, and Procedures of the organization for the Board, Committees, Coordinator(s), and Editor(s) as needed

#### **Section 8. Duties of the National Coordinator(s)**

- Serve as Executive Officer(s) of the organization
- Serve as Ex Officio member(s) of the Board
- Plan, implement, and evaluate the Annual Conference
- Carry out all directives of the board
- Oversee preservation of all organizational records—business/financial, membership, historical documents, etc.
- Maintain/update the organizational website
- Report HQ activities to the Board at Board meetings and to the membership at the business meeting during the Annual Conference

#### **Section 9. Duties of the Editor(s)**

- Exercise editorial oversight of RSEQ
- In cooperation with HQ, serve as Managing Editor(s) of all organizational publications with responsibility for fiscal management, production, and dissemination
- Appoint members to serve on the Editorial Board to review manuscripts, discuss editorial policies/procedures, and propose additional publications as appropriate
- Report status of the ACRES publications program to the Board and to the membership at the business meeting during the Annual Conference.

### **ARTICLE VII—COMMITTEE STRUCTURE**

#### **Section 1. Standing Committees**

Standing committees may include the (1) Exemplary Program Awards and Student Scholarship Committee, (2) the Conference Outreach Committee, (3) the Budget and Financial Oversight Committee, (4) the Membership Committee, (5) the Partnerships Committee, (6) Communications and Technology Committee. Each standing committee may be comprised of at least five (5) persons, a chairperson appointed by the Chair of the Board with approval of the Board, and four

the committee chair. Committee chairs and members may be re-appointed without restriction. Standing committees shall meet at least one (1) time per year. The Committee shall report activities to the Board at each Board meeting and to the membership at the business meeting during the Annual Conference.

## **Section 2. Ad Hoc Committees**

Ad Hoc committees may be established and their functions assigned at the discretion of the Chair with approval of the Board. Such establishment must clearly indicate the purpose of the committee, its length of service, and the expected outcome and/or product(s). Each ad hoc committee shall be composed of a Chair appointed by the Board Chair with approval of the Board and as many members as necessary to accomplish the committee's purpose. Ad Hoc committees shall be dissolved immediately upon acceptance of their final written report to the Board of Directors. If warranted, an ad hoc committee can become a standing committee with Board approval. (Examples of ad hoc committees include the Auction Committee, Governmental Relations Committee, Policies and Procedures Committee).

## **ARTICLE VIII—DUTIES OF COMMITTEES**

### **Section 1. Duties in General**

- Determining goals and objective for committee work for the year
- Preparing budget requests for the committee's work
- Preparing written reports of activities for the Board meetings and for the annual membership business meeting
- Submitting business related to policy to the Board for approval

### **Section 2. Duties of the Exemplary Program Awards and Student Scholarship Committee**

- Prepare information and application forms for: ACRES Exemplary Program Awards, ACRES Student Scholarship, Educator of the Year
- Solicit nominations for awards
- Coordinate submission and review of applications
- Select application reviewers
- Notify recipients
- Arrange for presentation of awards at the Annual Conference

### **Section 3. Duties of the Conference Outreach Committee**

- Consult with HQ and Budget and Finance Committee on budget and fees to support the Annual Conference
- Consult with HQ on lodging, equipment, hospitality, and other services during the Conference
- Arrange for keynote speakers, professional activities, and social events of the Conference
- Develop and coordinate relationships with local districts and organizations to support relevance of conference activities and topics and enhance conference attendance
- Evaluate the Conference and present any resultant recommendations for future conferences

### **Section 4. Duties of the Budget and Financial Oversight Committee**

- In cooperation with HQ, propose an annual organizational budget
- Review HQ financial reports
- Recommend activities to increase revenues, including dues/subscription increases, fund raising, development projects etc to maintain ACRES fiscal stability
- With HQ, make financial reports to the Board at Board meetings and to the membership at the business meeting during the Annual Conference

### **Section 5. Duties of the Membership Committee**

- Develop/maintain strategies to renew current memberships and to recruit new members
- Encourage membership ongoing participation in ACRES activities—Annual Conference, Board of Directors, Committees, Publications, etc.

### **Section 6. Duties of the Partnerships/Marketing Committee**

- Promote ACRES as a professional organization
- Maintain contact with other professional organizations having a mission similar to ACRES
- Develop sponsors (corporate, private, institutional, individual) willing to support the organization and the Annual Conference
- Cooperate with other professional organizations for dissemination of information with regard to ACRES

### **Section 7. Duties of the Communications and Technology Committee**

- Identify current technologies for distributing ACRES information and news to promote ACRES and its mission.
- Distribute (a) information and (b) news identified by the ACRES Board as essential and of potential interest to the membership at large.
- Frequency of communications will be at least twice a month (a) information that develops the understanding of ACRES as an organization and (b) current news that helps build the profile of what ACRES members and the organization are involved with that actualizes ACRES' mission.

## **ARTICLE IX—ANNUAL MEETINGS**

### **Section 1. Annual Conference**

The Annual Conference shall consist of a professional conference, a business meeting, committee meetings, and other professional or social activities designated by the Board of Directors and the Conference Planning Committee in accordance with the mission and purposes of the organization.

### **Section 2. Business Meeting**

A minimum of one (1) business meeting of the membership shall be held each year in conjunction with the Annual Conference. At the business meeting, the officers of the organization and the committee chairs will report activities to the membership and will respond to questions from members. Members will have the opportunity to adopt policy, vote on ACRES governance changes, and otherwise participate in the business of the organization.

### **Section 3. Board Meetings**

The ACRES National Board of Directors will meet at least four (4) times each year in addition to meeting at the Annual Conference. The additional meetings can be conducted at a specified location or can be conducted using technology that allows for synchronous Board member interaction and discussion.

#### **Section 4. Parliamentary Procedure**

The rules of parliamentary procedure known as Robert's Rules of Order: Newly Revised, shall govern all official proceedings and meetings of this organization, subject to any special rules that also may apply.

### **ARTICLE X—FINANCES**

#### **Section 1. Financial Support**

The organization shall finance all activities from membership dues, publication subscriptions and purchases, fees for special projects and activities, fund raising events, receipt of special funds or endowments, and such other activities as are consistent with the non-profit status of the organization, as well as, its mission and purposes.

#### **Section 2. Dues**

Dues for regular and student members shall be proposed by the Budget and Financial Oversight Committee and regulated by the Board of Directors. Approval for changes in dues shall require a simple majority vote of the members at the business meeting during the Annual Conference or by e-mail/post mail ballot.

### **ARTICLE XI—ADOPTION OF THE BY-LAWS**

These By-laws shall have been adopted upon a vote open to the full membership with a majority approval of those voting.

### **ARTICLE XII—AMENDMENTS TO THE BY-LAWS**

These by-laws may be amended using the following process:

- Proposed amendments/changes to the By-laws must be petitioned by ten (10) active members in writing to the National Coordinator(s) or to the Chair of the Board
- Proposed amendments/changes to the By-laws will be circulated by e-mail or post mail to the membership for consideration
- The membership will have the opportunity to vote either by mail ballot, by e-mail, or on location at the business meeting during the Annual Conference
- Amendments/changes to the By-laws must pass by a simple majority of the members voting
- All approved amendments/changes will become effective immediately

### **ARTICLE XIII—DISSOLUTION**

#### **Section 1. Dissolution of the Organization**

In the event that the organization is no longer financially or professionally viable, the Board of Directors shall have the authority to dissolve the organization and its associated non-profit corporation. The Board may vote to dissolve the organization only in extreme circumstances, following a full and open discussion of the situation, and after pursuit of all feasible alternatives for maintaining its existence. Dissolution shall require a two-thirds majority vote of the full Board membership at a meeting specially scheduled for this purpose.

#### **Section 2. Disposal of Assets**

In the event of dissolution of the organization, the Board of Directors shall, after payment of all exiting liabilities, dispose of the assets of the organization by one or both of the options below:



- Contributing them to a non-profit, tax-exempt public foundation that operates to advance the education of individuals with exceptional needs or to promote public education in rural areas.
- Contributing them to a national, non-profit professional organization or activity, the purpose of which is to advance the education of exceptional children or public education in rural areas.

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