

**CONSTITUTION AND BYLAWS
OF THE MINNESOTA SUBDIVISION
OF THE DIVISION FOR EARLY CHILDHOOD
OF THE COUNCIL FOR EXCEPTIONAL CHILDREN**

**ARTICLE I
NAME**

The name of this organization shall be the Minnesota Subdivision of the International Division for Early Childhood of the Council for Exceptional Children. It shall be a non-profit organization incorporated under the laws of the State of Minnesota.

**ARTICLE II
PURPOSE**

The primary purpose of this subdivision shall be 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 subdivision intends to assist and provide support to The Division for Early Childhood (DEC), and thus the Council for Exceptional Children (CEC) in their efforts on behalf of children and youth with exceptionalities.

**ARTICLE III
MEMBERSHIP**

Section 1. Unified Membership

The subdivision membership shall consist of members of CEC and DEC of the state/provincial unit. The subdivision may not accept enrollments for subdivision membership only.

Section 2. Minimum Membership Requirements

The subdivision shall maintain a minimum of 15 paid members who shall meet the membership qualifications established by DEC.

Section 3. Membership Term

The policy pertaining to the membership year shall be consistent with the policy of DEC, and thus of CEC.

Section 4. Subdivision Fees

The subdivision may collect fees for specific activities or services at differential rates for members versus non-members. The privileges of membership cannot be withheld from members due to non-payment of these fees.

**ARTICLE IV
ORGANIZATION**

Section 1. Relationship to the Division

This subdivision shall be recognized as an official subdivision of The Division for Early Childhood and shall be subject to the general supervision and control of the division.

Section 2. Fiscal and Administrative Term

The fiscal year and administrative term of office shall be:
July 1 to June 30

ARTICLE V OFFICERS AND MEMBERS AT LARGE Section 1. Elected Positions

The officers of this subdivision shall be:

President

President- elect

Secretary

Treasurer

Membership Chair

Immediate Past President

Members at large:

Up to 15 members at large shall serve. One member shall serve as the Children's Action Network (CAN) Coordinator who will disseminate information pertinent to national and state legislative activities.

Section 2. Prerequisite to Nomination and Election

All officers and members at large must be members in good standing of DEC and CEC, and thus the subdivision, at the time of their nomination and election and remain so throughout their term of office.

Section 3. Election of Officers

The officers of the subdivision shall be elected by the membership from those members in good standing who are nominated. The nominee for each position receiving the highest number of votes shall be elected. The election shall be held via email during the month of April. All MN DEC members shall receive written notice and an opportunity to vote. Election results will be announced during the final meeting of a fiscal year.

Section 4. Term of Office

Terms of office are as follows: President, President Elect and Immediate Past-president- one year; Secretary, Membership Chair and Treasurer- 2 consecutive years. Terms of office shall coincide with the fiscal/administrative year.

Section 5. Succession

a. The president elect shall succeed to the office of president as soon as a vacancy occurs.

If such a vacancy occurs prior to the term for which he or she was elected, the president elect shall fill both the unexpired term to which he or she succeeded and the term for which he or she was elected.

b. A vacancy in any of the offices, except president and president elect, shall be declared and filled by action of the Board upon recommendation by the president, and such person(s) shall serve only until the end of the current administrative year or until replaced by a duly elected successor.

Section 6. Duties of Officers

a. The powers and duties of the president shall be:

1. To serve as the chief executive officer of the subdivision 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 prepare and publish meeting agenda at least one week before each meeting;
4. To call and preside at all meetings of the Board;
5. To recommend to the Board the types of ad hoc committees and other appointive bodies needed;
6. To prepare an annual report as required by DEC.

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. Actively solicit members to run for office and serve as the chair of the nominations committee.

c. The powers and duties of the secretary shall be:

1. To keep a careful record of the proceedings of the annual business meeting and the meetings of the Board and ensure the posting of all minutes within 2 weeks of each Board meeting;
2. To carry on correspondence as necessary for the operation of the subdivision;
3. To assume custody of all records except those specifically assigned to others;
4. To keep accurate lists of Board and committee members;
5. In the unavoidable absence of the secretary, the secretary shall proactively arrange for a substitute to capture meeting minutes.

d. The powers and duties of the treasurer shall be:

1. To serve as custodian of the funds of the subdivision;
2. To authorize and pay all expenditures;
3. To make an annual report of the financial status of the subdivision to the board and at the annual business meeting;
4. To prepare, in collaboration with elected officers, an annual budget for approval by the Board at the final meeting held within each fiscal year;
5. Transfer all monies and records to the new treasurer within 15 days after assuming office.

e. The powers and duties of the Immediate Past President shall be:

1. Serve as DEC representative to the MN CEC or designate another representative.
2. Serve as chair of the awards committee.

f. The powers and duties of the membership chair shall be:

1. To maintain a current record of members and to provide all officers and committee chairs with such a list upon request;
2. To maintain an active program for the recruitment of new members that includes; the promotion of membership at MN DEC sponsored events;
3. To support the DEC Executive Office in its follow-up of membership renewals;
4. To keep a written record of the activities conducted to maintain and increase membership

Section 7. Removal from Office

a. A petition for removal of an officer shall be signed by at least five members of the subdivision and submitted in writing to the president. If the president is the subject of the petition, it shall be submitted to the president elect.

b. The president (or president elect) shall, within seven days, notify each 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 Board to consider the matter within 30 days following receipt of the petition.

c. At the 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 for 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 Board action in writing within seven days.

ARTICLE VI

BOARD

Section 1. Composition

The Board shall consist of the president, president elect, immediate past president, secretary, treasurer, membership chair, and up to a maximum of 15 additional members-at-large.

Section 2. Duties of the Board

The duties of the Board shall be:

- a. To formulate and propose policies for the subdivision;
- b. To fill vacancies; and
- c. To make recommendations to the subdivision.
- d. To plan professional development opportunities for membership.
- e. To do the work necessary to actively support the needs of the subdivision
- f. To do the work necessary to actively support the needs of DEC national
- g. To approve the annual budget as submitted by the treasurer.

Section 3. Quorum

Ten members participating in person or via electronic means shall constitute a quorum.

ARTICLE VII

MEETINGS

Section 1. Meetings

There shall be at least four meetings of the board during each fiscal year. Meetings shall consist of:

- A. Report of subdivision activities and other matters of concern by the president
- B. Minutes of previous meeting
- C. Report by the Treasurer
- D. Report of all committees
- E. Report of CEC activities that concern the Subdivision
- F. Such other matters as are of interest and concern to the membership

Section 2. Meeting Records

An electronic record of each meeting shall be created that includes the agenda, the minutes and all special handouts.

ARTICLE VIII

COMMITTEES

Section 1. Standing Committees

Standing committees shall include:

- A. Awards/Grants
- B. Professional development
- C. Nominations/elections

Section 2. 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.

Section 3. Appointment of Committee Chairs

The president, with the approval of the Board, shall appoint the chairs of the standing committees.

Section 5. Duties of Committees

a.. The duties of the awards/grants committee shall be:

1. To promote nominations for the MN DEC professional of the year awards
2. Select the winner(s) of the MN DEC Professional of the year award
3. Promote the MN DEC Action Research Initiative grants
4. Select the winner(s) of the Action Research Initiative grant.

b. The duties of the professional development committee shall be:

1. Assist in the planning of the ECSE Leadership Conference
2. Assist in the planning of the ECSE Practitioner's Conference

c. The duties of the nominations and elections committee shall be:

1. to prepare a slate of nominees for each office to be filled and present it to the membership.

ARTICLE IX TAX EXEMPT STATUS

Section 1.

The organization is organized exclusively for charitable, religious, educational or scientific purposes, including the making of distributions to organizations under Section 501 (c) (3) of the internal Revenue Code (or the corresponding section of any future federal tax code.)

Section 2.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate or public office.

Notwithstanding any other provision of this constitution, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501 (c) (3) of the internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE X DURATION AND DISSOLUTION

The duration of the subdivision shall be perpetual unless the officers of the subdivision unanimously determine that it should be dissolved. Upon the dissolution and final liquidation of the subdivision, the officers shall, after paying or making provision for the payment of all debts and liabilities of the subdivision, follow specific procedures for handling of the remaining monies as determined by DEC:

1. Forward them to DEC with a request that they be retained in a non-interest bearing account and made available to the subdivision should it ever be reorganized; or
2. Contribute them to the DEC Subdivision fund where they will be used to support other active state subdivisions.
3. Contribute them to the J. David Sexton Memorial Fund which supports doctoral student research activities within DEC.

ARTICLE X

PARLIAMENTARY PROCEDURE

Roberts Rules of Order, Newly Revised, latest edition, shall be used as a guide by this Subdivision in carrying out its parliamentary procedure.

ARTICLE XI AMENDMENTS

This Constitution and Bylaws may be amended at any regular meeting by a two-thirds vote of the membership present, providing there is a quorum. Such amendment or amendments shall have been submitted in writing to the Board. Within 30 days of the date received, it shall be submitted to the membership in writing. The membership shall have received the proposed amendment or amendments at least 14 days prior to the meeting.

Copies of such amendments shall also be kept on record at the DEC Executive Office