

The By-Laws Committee has completed its work and brings the following board approved recommendations for amendment to the Northeast AER Chapter membership:

- adding the NE/AER logo to the top first page of the By-Laws.
- Under **Article III**. Section 1, update information so the last part of the sentence reads, “and as amended through July 2010.”
- Under **ARTICLE IV**. Section 3, this committee brings to the board for consideration revising the following statement to read: Neither the organization, nor any substantial part of the activities of the organization shall participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office (including the publishing or distribution of statements).
- Under **ARTICLE VI**. Section 1, this committee recommends adding the words “and Immediate” in front of Past-President.
- Under **ARTICLE VI**. Section 8, this committee recommends removing the letter “C” from NEC/AER.
- Under **ARTICLE VIII**. Section 2, add “Standing Committee Chairs shall not have voting privileges on the NE/AER Board of Directors.”

Below you will find the by-laws. The above recommended changes are indicated in the body of the by-laws in italics.

*(Add the NE/AER Logo to the top of the Bylaws edition)*

## **ASSOCIATION FOR EDUCATION & REHABILITATION OF THE BLIND & VISUALLY IMPAIRED NORTHEAST CHAPTER BYLAWS**

### **ARTICLE I. NAME**

Section 1. The name of this organization shall be the Northeast Chapter, Association for Education and Rehabilitation of the Blind and Visually Impaired, hereinafter known as NE/AER.

Section 2. The territory of the NE/AER shall be the states of Maine, New Hampshire, Vermont, Massachusetts, Connecticut, Rhode Island and the Provinces of Quebec, New Brunswick, Newfoundland, Nova Scotia, and Prince Edward Island.

Section 3. The NE/AER shall be considered an integral component of the AERBVI and may not be affiliated or otherwise a part of any other association or organization.

## **ARTICLE II. CHAPTER AND DISTRICT**

Section 1. NE/AER is designated as a Chapter within the AERBVI. NE/AER is aligned with the New York State Chapter of AERBVI to form District 4 for the purpose of electing a district representative to the AERBVI Board of Directors.

Section 2. The President of NE/AER, or a designee shall represent NE/AER on the District 4 nominations committee which has responsibility for compiling a slate of candidates for the position of District 4 representative to the AERBVI Board of Directors; the slate of candidates is chosen at the annual AER-LIFT meeting of AERBVI.

## **ARTICLE III. PURPOSE**

Section 1. The NE/AER shall follow the purposes and policies set forth by the AERBVI Board of Directors in the BYLAWS, Article II, as adopted June 28, 1984, *and as amended through July 2010.*

Section 2. The purposes of the NE/AER shall be to support the purposes of the AERBVI, to interpret the purposes of the AERBVI in the light of local special needs of the AERBVI members residing within the Chapter, and to provide activities, services, and opportunities for professional growth especially suited to AERBVI members within the Chapter through, but not limited to the presentation of professional conferences.

## **ARTICLE IV. GROUP TAX EXEMPTION**

Section 1. The NE/AER is organized exclusively for charitable and education purposes including, for such purposes, 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.

Section 3. *Neither the organization, nor any substantial part of the organization, shall participate in, or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office (including the publishing or distribution of statements).*

Section 4. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on 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.

Section 5. Upon the dissolution of this organization 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 to a state or local government, for a public purpose. However, if the named recipient is not then in existence or no longer a qualified distribute to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

## **ARTICLE V. MEMBERSHIP AND DIVISIONS.**

Section 1. Membership and classes of membership of this organization shall be consistent with the Bylaws of AERBVI and concurrent in NE/AER and AERBVI. Types of and eligibility for membership shall be determined by AERBVI and acknowledged through acceptance of payment of dues.

Section 2. AERBVI members using for membership purposes an address within a designated Chapter

shall automatically become a voting member of that Chapter without payment of any further dues.

Section 3. The NE/AER shall collect no dues in excess of those established by the AERBVI Board of Directors.

Section 4. Each NE/AER member, by virtue of membership in AERBVI may select membership in any of the Divisions and may have voting privileges in the selected Divisions. Division membership fees shall be established by the AERBVI Board of Directors and shall be paid to the AERBVI. Each member of the NE/AER shall have the privilege of attending any duly held meeting of any Divisions of NE/AER, but may vote only in those Divisions in which he/she is a member in good standing.

Section 5. Only the Council of Divisions of AERBVI is empowered to establish procedures and criteria for formation of new Division, termination of division status, and other policies relevant to Divisions, with approval of the Board of Directors of AERBVI.

Section 6. Each Division shall meet at least annually, preferably at the professional conference, at a time that will not conflict with general sessions or other activities of the annual professional conference. Each Division shall elect a chairperson and as many other Officers as are needed to conduct business. Results of Division elections shall be announced at the Division meeting at the annual professional conference.

Section 7. Chairpersons of the Divisions are invited and encouraged to attend all scheduled meetings of the NE/AER Board of Directors. Division Chairs shall have voting privileges on the NE/AER Board of Directors.

Section 8. Chairpersons of the Divisions will each prepare an oral and written report for presentation at each meeting of the NE/AER Board of Director and for the Chapter business meeting at the annual professional conference.

Section 9. A Chairperson of a Division, unable to attend a meeting of the NE/AER Board of Directors or the business meeting at the annual professional conference, will contact the NE/AER President and select a designee to present the report at the meeting of the NE/AER Board of Directors, or the business meeting at the annual professional conference.

## **ARTICLE VI. OFFICERS.**

Section 1. The NE/AER shall have the following Officers: President, President-Elect, Secretary, Treasurer, *and Immediate* Past-President. Other Officers may be added as approved by the Chapter membership. Any individual voting member of the NE/AER shall be eligible to serve in any office. No two offices may be held concurrently by the same person.

Section 2. The President-Elect, the Secretary, and the Treasurer shall be elected for a two-year term by a mail ballot for terms beginning July 1, in even numbered year. The term of office for all officers shall be two years beginning July 1 in even numbered years.

Section 3. If a vacancy occurs in the office of the President, or the President is unable to carry out the responsibilities of office, those responsibilities shall automatically be transferred to the President-elect. If vacancies occur in the office of the President and President-elect, the Secretary shall assume the responsibilities of the President. If vacancies occur in all three of the above offices, the Treasurer shall assume the responsibilities of the President. If all four offices should become vacant, another officer selected by the NE/AER Board of Directors shall assume and perform the duties of the President until the next NE/AER annual professional conference.

Section 4. The President shall preside at all meetings of the membership and the Board of Directors. The President shall be the responsible executive officer and will administer the affairs of the NE/AER between meetings of the Board of Directors. The President shall appoint Chairpersons of all committees, both standing and ad hoc. Such committees shall serve at the pleasure of the President and shall in no way

replace or supplant the responsibility and authority of the President or the Board of Directors of NE/AER. The President shall be an ex-officio member of all committees except the Nominations Committee.

Section 5. The President-elect shall serve as assistant to the President and in the absence of the President will preside at meetings of the membership and the Board of Directors. The President-Elect shall serve as the NE/AER Board of Directors liaison with the Planning Committee for the NE/AER annual professional conference. The President-Elect shall assume the position of President upon the completion of a two-year term as President-Elect without further election.

Section 6. The Secretary shall be responsible for the record of NE/AER and shall have the minutes of meetings prepared in proper order and distributed in timely fashion.

Section 7. The Treasurer shall be the chief financial officer of NE/AER, shall assure that regular financial statements are prepared for the NE/AER Board of Directors, shall prepare an annual budget for NE/AER, and shall report the financial status of the Chapter to the full membership at the annual professional conference.

Section 7.1. The fiscal year for NE/AER shall be the calendar year.

Section 8. The position of Immediate Past-President will be assumed by the President upon completion of a two-year term for another two-year term, and shall have full voting rights as an Officer in (*not NEC/AER*) NE/AER. Upon completion of this two-year term the retiring Immediate Past-President may not stand for election to any position on the NE/AER Board of Directors of any office, for two years.

Section 9. The Secretary and Treasurer may serve two consecutive terms (four years), after which each must wait two years to become eligible for election to the same position. Upon completing one or two terms as Secretary or Treasurer, each may be elected without the waiting period to another position as an Officer or as a Board Member-at-large, NE/AER.

## **ARTICLE VII. BOARD OF DIRECTORS, NE/AER.**

Section 1. The Board of Directors, NE/AER shall consist of the five Officers and ten elected Board Members-at-large. The NE/AER Board shall be responsible for the conduct of business and shall act for the membership as the policy making body of NE/AER.

Section 2. Upon presentation by the Treasurer, the Board of Directors NE/AER shall review the budget for the following fiscal year. The Board of Directors shall present to the membership at each annual professional conference a report detailing the current financial status of the NE/AER and the budget for the following fiscal year. After review and upon approval of the budget by a majority vote of the membership, the budget will become official.

Section 3. The Board of Directors shall meet at the annual Professional conference of NE/AER and shall hold at least one other meeting between the annual Professional conferences.

Section 4. Five Board Members-at-large shall be elected each year by a mail ballot in the spring preceding the start of their terms of Office (July 1). Board Members-at-large may serve for two consecutive two-year terms, after which the Member must wait one year for election as a Board Member-at-large. Upon completing one or two terms as a Board Member-at-large, the Member may be elected without a waiting period as an Officer of NE/AER.

Section 5. The board of Directors may fill vacancies occurring in the board Members-at-large for any reason, from the membership of NE/AER. The Member appointed shall serve the remainder of the unexpired term of the Board Member-at-large leaving the Board. As far as possible, the Member appointed will be from the same geographic area and Division as the person leaving the Board.

## **ARTICLE VIII. COMMITTEES.**

Section 1. The NE/AER shall maintain the following standing committees: Awards, Bylaws, Legislative, Membership, Newsletter, Nominations, Program, Recruitment and Retention. The President of NE/AER shall appoint Chairpersons for the standing committees from the Membership of NE/AER.

Section 2. Chairpersons of Standing committees will each prepare an oral and written report for presentation at each meeting of the NE/AER Board of Directors and for presentation at the business meeting at the annual professional conference. *Standing Committee Chairs shall not have voting privileges on the NE/AER Board of Directors.*

Section 3. A Chairperson of a Standing committee unable to attend a meeting of the NE/AER Board of Directors of the business meeting at the annual professional conference, will contact the NE/AER President, and select a designee to present the report at the meeting of the NE/AER Board of Directors or the business meeting at the annual professional conference.

## **ARTICLE IX. MEETINGS.**

Section 1. The NE/AER shall plan and execute at least one professional conference each year. Conferences in even numbered years shall not be held in a time and manner that might conflict with the biennial meeting of the AERBVI.

Section 2. The NE/AER shall hold at least one Membership business meeting each year, preferably at the time of the annual professional conference. A quorum at a business meeting shall be constituted by the presence of at least one-tenth of the entire voting Membership attending the professional conference where a business meeting is held.

## **ARTICLE X. AMENDMENTS.**

Section 1. The NE/AER Bylaws may be adopted, amended, or repealed by an affirmative vote of two-thirds of the membership present as a quorum and voting at a business meeting of the annual Professional Conference, or, affirmative vote of two-thirds of the ballots returned in a mail ballot involving the entire voting membership of the NE/AER.

Section 2. Amendments to the Bylaws may be initiated as follows:

- A. By a simple majority vote of the NE/AER Board of Directors;
- B. By a petition signed by at least ten members of NE/AER in good standing and presented to the NE/AER Board of Directors for review and recommendation.

Section 3. A proposed amendment to the Bylaws shall be submitted to the NE/AER Board of Directors for consideration prior to a NE/AER Board of Directors meeting. The proposed amendment shall be submitted by mail to the entire membership of NE/AER no less than 30 days prior to the final vote by the membership.

## **ARTICLE XI. PARLIAMENTARY AUTHORITY.**

Section 1. The NE/AER shall be governed in all of its meetings by parliamentary law as contained in Robert's Rules of Order, Newly Reviewed, except as otherwise provided in these Bylaws or in the procedures adopted by the NE/AER Board of Directors.

Section 2. Upon the opening of membership business meetings, the President shall announce the name of the eligible qualified member who has agreed to serve as Parliamentarian.