

Parent-Teacher Organization
For Exceptional Children

Constitution and By-Laws
Revised and accepted May 2021

Article I

The official name shall be Parent-Teacher Organization for Exceptional Children Inc. Notwithstanding any term or condition of these By-Laws, PTOEC shall comply with the Special Olympics Illinois General Rules to the full extent applicable to the organization. The provision of these By-Laws shall be interpreted in a manner which is consistent with this intent.

Article II

Mission Statement

The mission of the organization is to provide planned recreational activities, socialization opportunities, and instructional opportunities for intellectually impaired individuals in the Metro-East area without regard to sex, race, religion, or national origin. As a part of its mission, the organization strives to provide worthwhile information and programming for parents as well as to increase community awareness, not only to the needs of the handicapped, but positive awareness of their strengths, attributes, and dignity.

Article III

Membership

Membership is open to all persons with an intellectual disability or cognitive delay as identified by an agency or professional, as well as their family members, guardians, care givers, and all persons interested in the welfare of those who have intellectual disabilities. PTOEC shall not discriminate against any person on the basis of race, creed, color, national or ethnic origin, sex, age, or disability.

There shall be two types of membership:

- Individual membership - includes an individual athlete; or, a teacher, volunteer, coach, or other community member interested in the welfare of persons with intellectual disabilities.
- Family membership - includes any combination of persons living in a family setting, including a caregiver who has legal guardianship or power of attorney for the special needs individual(s) and the athlete(s) living with them; spouses; siblings; and, other persons who are interested in the welfare of those with intellectual disabilities, who are living as a family.

In addition, members will be those who are current in payment of dues; the amount of dues for individual and family memberships to be decided by the Board of Directors. In the event that a member cannot pay dues due to financial hardship, the Board may choose to waive that membership requirement.

There will be an official membership list for PTOEC and only names appearing thereon will be considered official members of the organization. The membership list will be updated periodically or at least once yearly.

One general membership meeting will be held per year – the date to be determined by the board – where the board will present items for the membership’s consideration and approval.

In situations requiring a vote by the general membership, votes are assigned as follows:

- Each individual member will be allowed one vote
- Each family membership will be allowed one vote per family

Whenever possible and prudent, if a proposal requires a vote, and that proposal affects the athletes directly, the board of directors will present these decisions to the athletes for a vote. In such cases, each athlete in good standing will be allowed one vote.

The Board may, by a 2/3 vote of those present at a Board meeting, remove any member who has demonstrated activities or actions that are detrimental to the purpose and reputation of the organization.

Article IV

Section A - General Responsibility

The Board of Directors will be responsible for the overall operation, fiscal management, and policies of the organization; including the organization and coordination of programming, the hiring/termination of employees, annual budget recommendations, paying day to day bills and other necessary activities to ensure the smooth operation of the organization.

Section B - Composition

The Board shall consist of a maximum of nine members plus two athlete members.

Athlete board members will have the same rights and responsibilities as other board members.

Each athlete board member may request a mentor board member to assist them; mentors will provide background information and notice concerning issues requiring a vote whenever possible.

The parent or guardian of an athlete member may be present at board meetings to assist an athlete member. At each meeting, athlete board members will give a short presentation on their viewpoints and experiences.

Membership on the Board may be achieved in one of two ways as follows:

- a. Candidate is nominated by a board member and accepted by the majority of Board members present at an official meeting. In October, the recruitment committee will conduct a search for new Board members by inviting interested persons of the general membership and interested members of the community. In November, the recruitment committee will present a slate of prospective board members to the Board. Selected candidates will be invited to the last Board meeting of the year to introduce themselves; sitting members will then vote to accept the candidates.
- b. Candidate is elected at a special election by receiving 50% plus one of the PTOEC members who vote in the special election. A majority of Board members may call for a special election or a

majority of PTOEC members may call for a special election. If called, the election will be held within 45 days of the call and written ballots will be employed.

Section C - Executive Officers

The board shall elect from its members the following executive officers: President, Vice-President, Treasurer, Recording Secretary, and Corresponding Secretary. These officers will be elected at the last meeting of the year by the members of the next year's Board of Directors. Each elected executive officer will hold office for a one-year period. The majority of the Board will appoint temporary officers to serve the remainder of the term if a vacancy occurs.

Section D - Meetings

The board of directors will meet at least monthly, September through May, and may hold special meetings at the discretion of the board President or a majority of the board members. A quorum of more than half of the current board will be required to conduct business. Meetings will be held at a time and place selected by the board. All meetings are open to the general membership; however they may be closed to discuss specific topics deemed by a majority of the board to be sensitive in nature. Minutes of each board meeting will be taken by the Recording Secretary and posted on the PTOEC website.

Prior to each January meeting of the Board of Directors, the Board Members shall review the Bylaws and recommend any necessary changes to the Board of Directors for full vote.

The rules contained in the current edition of Roberts' Rules of Order, Newly Revised, shall govern the Board of Directors in all matters in which they apply provided they are not inconsistent with these Bylaws, the Articles of Incorporation statute, or any special rules of governance the Board of Directors may adopt. (A summary of those rules that most pertain to nonprofit organizations is accessible at <https://www.boardeffect.com/blog/roberts-rules-of-order-cheat-sheet/>)

Section E - Standing Committees

The standing committees deemed necessary for the successful delivery of services by the organization will be chaired by one or more board members who will be responsible for obtaining committee members, holding meetings and making recommendations for action and financial expenditures to the board of directors. The standing committees are

Membership enrollment

Board recruitment

Fund Raising (Trivia/bingo)

Arnold Field

Merchandise

Concessions

Banquet

Fun nights

Speakers Program

Section F - Length of Service

Each board member shall serve for a three year period. Athlete board members may decide at the end of each year of their term if they wish to serve the full three-year term. The terms of the two athlete board members shall be staggered by one year.

Section G - Term Limitation

Each board member shall be limited to one three-year term unless this provision is waived by a two-thirds vote of the board. Board members must wait one year before re-applying to serve on the board for another three year term. Former board members may continue to serve as members of standing committees for long as they wish.

Section H - Compensation

Board members shall serve without compensation.

Section I - Resignation

Any board member may resign by providing written notice to the board. The board will find a replacement board member in a timely manner following the same general guidelines outlined in section IV B above.

Section J - Removal of Directors

The board may, by a two-thirds vote of those present at an official board meeting, remove any of its members who have demonstrated activities or actions that are detrimental to the purpose and reputation of the organization.

The entire board may be removed by the membership by a vote of two-thirds of the entire membership at the annual meeting.

Article V Dissolution

The PTOEC organization may be dissolved by a $\frac{2}{3}$ vote of the Board of Directors recommending to the general membership that such an action is warranted. Upon dissolution, all just debts shall be paid to creditors. Any equipment will be donated to other agencies dealing with the intellectually impaired. Any funds remaining will also be donated to agencies serving the intellectually impaired.

Article VI Amendments

These by-laws may be amended by a $\frac{2}{3}$ vote of the Board of Directors present at a meeting which has previously been designated as the occasion for voting on the amendment. Prior to designation of a date to amend the Bylaws, a copy of the amendment will be furnished to each Board Member.

Article VII Fiscal Policy

Section A - Fiscal Year

The organization's fiscal year will be from 1 January of any given year to 31 December of the same year.

Section B - Checks and Fund Transfers

Normally, all transactions will be conducted by check and/or debit-credit card. Amounts that exceed any item in the annual approved budget line will require two signatures. Authorized signatures shall be the President, Vice-President, or the Treasurer. Payments of the amounts authorized in the annual budget may be signed by the President or Treasurer. Opening or closing of accounts will require board approval.

Section C - Budget

The Board will pass an annual budget of proposed and anticipated expenditures with that budget being balanced or showing a surplus. Deficit spending may be approved by the Board under special circumstances; however no deficit amounting to more than $\frac{1}{3}$ of reserves may be approved.

Section D - Audit

The Organization will have an annual audit prepared by an independent accounting firm.

Section E - Indebtedness

The Organization will not be allowed to borrow funds for operational expenses. Borrowing for long term acquisitions will require $\frac{2}{3}$ Board approval.