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

CONSTITUTION

**ARTICLE I
NAME**

The name of this organization shall be the Wisconsin Division for Early Childhood (WDEC) of the Subdivision of the International Division for Early Childhood of The Council for Exceptional Children

**ARTICLE II
PURPOSE**

Section 1. The primary purpose of this organization shall be to promote the welfare and education of infants and young children with exceptional needs and their families. Specifically the subdivision intends to assist and provide support to The Council for Exceptional Children (CEC) in all its efforts on behalf of persons with exceptionalities and to participate in all appropriate governance activities of CEC subject to the general supervision and control of CEC; provided, however:

1. No part of the subdivision's net earnings or assets will, either directly, or indirectly, inure to the benefit of the subdivision's founders; or any of its officers or members, or their families, or otherwise to any private individual (except that reasonable compensation may be paid for services rendered to or on behalf of the subdivision and payments and distributions may be made in furtherance of the purposes set forth in Article II);
2. No substantial part of the activities of the subdivision shall consist of carrying on propaganda or otherwise attempting to influence legislation (except as may be permitted by Section 501 (h) of the Internal Revenue Code, as amended), and the subdivision shall not participate in or intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office nor shall the subdivision engage in any activities that are unlawful under applicable federal, state, or local law;
3. The subdivision shall not be operated for profit and shall not carry on any other activities not permitted to be carried on by an association exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or by an association to which contributions are deductible under Section 170 (C)(2) of the Internal Revenue Code; and
4. If at any time the subdivision is deemed to be a private foundation as defined in Section 509 of the Internal Revenue Code, the subdivision shall distribute its income and principal, if necessary, in such manner so as not to subject the subdivision to tax liability under Section 4942(a) of the Internal Revenue Code, and the subdivision shall engage in any act of self-dealing (as defined in Section 4941 (d) of the Internal Revenue Code), retain any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code), or make any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code).

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Section 2. Secondary purpose(s) shall be:

- A. To work cooperatively with all interested persons and forces in the fields of early childhood and early childhood special education.
- B. To coordinate and strengthen professional endeavors on behalf of young children with exceptional needs and their families.
- C. To promote professional growth and research in the areas of early childhood and early childhood special education.

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**ARTICLE III
MEMBERSHIP**

Section 1. Unified Membership

The Wisconsin subdivision membership shall consist of members of The Council for Exceptional Children (CEC) and the International Division for Early Childhood (DEC). The Wisconsin subdivision may not accept enrollments for subdivision membership only.

Section 2. Minimum Membership Requirements

The Wisconsin subdivision shall maintain a minimum of 15 paid members who shall meet the membership qualifications established by the CEC Delegate Assembly.

Section 3. Membership Term

The policy pertaining to the membership year shall be consistent with the policy of The Council for Exceptional Children.

Section 4. Subdivision Fees

The Wisconsin 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 CEC

The Wisconsin subdivision shall be recognized as an official subdivision of the International Division for Early Childhood of The Council for Exceptional Children and shall be affiliated with the Wisconsin Federation of The Council for Exceptional Children and thus of the Council for Exceptional Children.

Section 2. Fiscal Term

The fiscal year shall be July 1 through June 30.

**ARTICLE V
OFFICERS**

Section 1. Composition of Elected Positions

The officers of this organization shall be president, a president-elect, a vice president, immediate past president a secretary, and a treasurer (6).

Section 2. Prerequisite to Nomination and Election

All officers must be members in good standing of The Council for Exceptional Children the International Division of Early Childhood and the Wisconsin Subdivision at the time of their nomination and election and remain so throughout their term of office.

Section 3. Vacancies and Succession

A vacancy in the office of the president shall be filled by automatic succession of the president-elect to the office. A vacancy in the office of president-elect shall be filled by automatic succession of the vice- president to the office. A vacancy in any of the offices, except president and president-elect shall be declared and filled by action of the Executive Board upon recommendation by the president, and such person(s) shall serve only until the end of the current term of office or until replaced by a duly elected successor.

Section 4. Duties of Officers

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

1. To serve as the chief executive officer of the subdivision;
2. To call and preside at all sessions of the annual business meeting and all meetings of the executive board;
3. To recommend chairpersons of committees with the exception of the nominations and elections committee;
4. To be an ex-officio member of all committees with the exception of the nominations and elections committee;
5. To represent the subdivision in coordinating efforts with other agencies and other divisions;
6. To give leadership to general policy making and carry out the directions of the membership;

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7. To assign special duties or projects to committees or to Wisconsin Division for Early Childhood (WDEC) members, subdivision representative to WCEC, additional signer to WDEC bank account;
 8. To prepare an annual report as required by the Council for Exceptional Children, the federation, and the division with the assistance of the immediate past president; and
 9. To represent or appoint a designee to represent WDEC at the International DEC Conference.
 10. To assist treasurer or assign designee to assist treasurer in completion of IRS form 990N by November 15 each year.
- 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 absence or disability of the president;
 2. To provide leadership in the planning of meetings and conferences;
 3. To Co-chair awards committee; and
 4. Annually review constitution and by-laws, recommend changes and interpret meaning.
- C. The powers and duties of the vice-president shall be:
1. To chair the nominations and elections committee;
 2. To co-chair the awards committee;
- D. The powers and duties of the secretary shall be:
1. To keep a record of the proceedings of the annual business meeting and the meetings of the executive board;
 2. To carry on correspondence as necessary for the operation of this organization;
 3. To assume custody of all records except those assigned specifically to others;
 4. To keep accurate lists of executive board and committee members; and
 5. To transfer all records to the new secretary at the time of installation.
- E. The powers and duties of the treasurer shall be:
1. To make an annual report of the financial status of the subdivision to the executive board at the annual business meeting;
 2. To prepare and submit an annual budget for approval by the executive board at the annual business meeting;
 3. To authorize and pay all expenditures;
 4. To complete an IRS form 990N each year before November 15 with the assistance of the president or president's designee; and
 5. To transfer all monies and records to the new treasurer within 15 days after installation.
- F. The powers and duties of the immediate past president shall be:
1. To assist the president in completing the annual report as required by the Council for Exceptional Children, the federation, and the division, and
 2. To provide leadership in the planning of meetings and conferences.
 3. To find representatives to fill liaison positions

Section 5. Election of Officers

The officers of the subdivision shall be elected by the membership from those members in good standing who are nominated by the nominating committee. Nominations may also be made from the floor. Officers shall be elected at the Annual WDEC meeting.

Section 6. Term of Office

The administrative term of office shall be from July 1 through June 30. The president, president-elect, vice president, secretary, and treasurer shall serve one two-year term. The election for secretary and treasurer shall be conducted alternately. Officers shall be elected at the Annual WDEC Fall meeting to take office the following July.

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 Executive 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 Executive Board to consider the matter within 30 days following receipt of the petition.
- C. At the Executive 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 is necessary for removal of the officer. Removal from office is effective immediately.

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D. The officer being considered for removal shall be provided with the results of the Executive Board action in writing within seven days.

**ARTICLE VI
EXECUTIVE BOARD**

Section 1. Composition

The Executive Board shall consist of the president, president-elect, vice president, immediate past president, secretary, treasurer, the representative to the federation's governing board (WCEC), and chairpersons of standing committees. A parent of a child with special needs shall be appointed by the president to serve for a one-year term with an optional extension determined by the president. A student representative shall be appointed by the president for a one-year term with an optional additional year transition period. The student will serve as an ex-officio member. The student must be a current Student Council for Exceptional Children member.

Section 2. Duties

- A. The duties of the Executive Board shall be:
 - 1. To formulate and propose policies for the subdivision;
 - 2. To fill vacancies; and
 - 3. To make recommendations to the subdivision.

**ARTICLE VII
MEETINGS**

Section 1. Annual Meeting

A minimum of one annual business meeting shall be held. The membership shall be informed of the time, date and location of the annual meeting at least four weeks prior to the event. The annual meeting shall consist of a business meeting, a program meeting, and such other activities as conform to the appropriate arrangements with the Council. The annual business meeting shall consist of:

- A. Report of Division activities and other matters of concern by the president.
- B. Minutes of previous annual meeting and most recent business meeting.
- C. Report by the treasurer.
- D. Approval of budget and program for the coming year.
- E. Report of all committees.
- F. Report of CEC activities that concern the Division.
- G. Such other matters as are of interest and concern to the division.

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Section 2. Special Meetings

Special meetings may be called by the president with the consent of the Executive Board. The Executive Board shall have the authority to conduct regional meetings, conventions or conferences in addition to the annual meeting.

Section 3. Quorum

A quorum shall be constituted by the simple majority of the Executive Board members attending a regular or specially-called meeting (see Article VI, Section I for composition of Executive Board).

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**ARTICLE VIII
COMMITTEES**

Section 1. Standing Committees

Standing committees shall include: membership, governmental relations/legislative (including CAN and Wisconsin Coalition for Early Learning), public information (including newsletter and website), and professional growth and development (including conferences and teacher education).

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 Chairpersons

The president, with the approval of the Executive Board, shall appoint the chairpersons of all standing committees.

Section 4. Appointment of Committee Members

Committee members shall be appointed by the committee chairperson, subject to approval by the president.

Section 5. Duties of Committees

A. The duties of the membership committee shall be:

1. To maintain an active record of members and to provide all officers and committee chairpersons with such a list;
2. To maintain an active program for the recruitment and retention of new members;
3. To support Council headquarters and the international division in their follow-up of membership renewals;
4. To keep a written record of the activities conducted to maintain and increase membership.

B. The chair of the governmental relations/legislative (CAN) committee shall serve as the division's representative to the federation's governmental relations committee. The governmental relations committee shall:

1. Develop a legislative program under the direction of the Executive Board;
2. Disseminate information pertinent to national and state/provincial legislative programs.

3. To provide WDEC representative to the Wisconsin Early Learning Coalition and report the Coalition activities to the board.

E. The chair of the public information committee (website, etc.) shall disseminate Wisconsin subdivision activities to the media, subject to approval by the Executive Board and shall publish a minimum of two newsletters a year either online or in print.

F. The chair of the professional growth and development committee (President-elect chairs committee) shall plan, implement and evaluate teacher education and conference and other professional development activities with Executive Board approval.

Section 6 Liaisons

A. The WDEC Board will identify liaisons from: Wisconsin Department of Public Instruction; Wisconsin Birth-to-3; Wisconsin Head Start Association; Wisconsin Infant and Early Childhood Mental Health Association; Wisconsin Early Childhood Association; Wisconsin Collaborating Partners; Wisconsin Inter-tribal Child Care Association; and Wisconsin Program Support Teachers/Leadership Network to report regularly to the board.

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**ARTICLE IX
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 as determined by the international division, or, if no such procedures are mandated:

1. Forward them to the headquarters of The Council for Exceptional Children (a non-profit organization) with a request that they be retained in a non-interest bearing account and made available to the subdivision should it ever be reorganized; provided. However that if The Council for Exceptional Children has theretofore dissolved or is not the qualified as a tax-exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code. then to such organizations designated by the Officers of the Association which are organized and operated exclusively for exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, QI
2. Contribute them to The CEC International Center for Scholarship in Education, a nonprofit, tax exempt public foundation which operates to advance the education of exceptional children and youth,

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3. Contribute them to another unit of CEC that is active and conducts programs and activities with those as described in Article II.

Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county or city in which the principal office of the subdivision is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes, or to the federal government or a state or local government to be used for a public purpose.

ARTICLE X PARLIAMENTARY PROCEDURE

Robert's 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

The Constitution and Bylaws may be amended in two ways.

1. at a regular board meeting

When amended at a regular meeting the proposed amendments must be submitted to the Executive board in writing and mailed to the membership at least 14 days prior to the meeting where the proposed vote to amend will occur. The vote required to amend at a regular meeting is by two-thirds of the membership present, providing there is a quorum.

2. or by mail ballot to the membership.

When amended through mail the membership will receive a post card with a link to the changes available to view online. Members will then be able to vote by mail to approve or deny approval. This method will require at least 50% of the members vote and a majority approve. No amendment shall authorize the officers to conduct the affairs of the subdivision in any manner or for any purpose contrary to the provisions of Section 50 I(c)(3) of the Internal Revenue Code. The newly amended Constitution and Bylaws will go into effect at the meeting immediately following approval by the membership.

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