

# **Constitution and Bylaws of the North Carolina Augmentative Communication Association**

2/28/12

## **Article I Name**

The mission of the NCACA is to provide leadership in the promotion of the best possible communication for people in NC with complex communication needs. Achieving this vision involves partnerships among service providers, educators, researchers, manufacturers, state agencies, legislators, persons with complex communication needs and their families to make augmentative and alternative communication (AAC) known, available and successfully used by all who require AAC support to communicate.

The corporate association and its members agree to adhere to and comply with the purposes, rules, and regulations set forth in the *Articles of Incorporation and Bylaws*.

## **Article II**

The purpose of this Association shall be to provide information, training, and support regarding all areas of AAC to interested persons. The Association shall function in accordance with Federal and North Carolina State Regulations for a non-profit organization. General activities shall be governed accordingly and shall include charitable, educational, and financial support for AAC users and professionals.

## **Article III Membership**

### ***Section 1. Eligibility for Membership***

All persons interested in AAC, that is, alternative or supplementary techniques or aids which augment verbal and/or written communication are eligible for membership. To reflect the multidisciplinary needs of individuals with complex communication needs, members will be solicited from, but not limited to, speech/language pathologists, educators, physical and occupational therapists, psychologists, social workers, family members of AAC users and consumers.

### ***Section 2. Membership Privileges***

All members in good standing shall have all privileges of the Association including voting and holding offices.

### ***Section 3. Application for Membership***

All prospective members shall submit an application, accompanied by appropriate fees, to the Chair of the Membership Committee who shall forward the fees to the Treasurer.

#### ***Section 4. Condition of Membership***

Membership will be considered active when a completed application and notice of payment of appropriate fees is received and approved by the Membership Committee. To remain an active member, dues must be paid annually. The membership year shall be based on the calendar year.

#### **Article IV Dues**

- A. Dues for each membership shall be established by the Board of Directors and approved by the membership.
- B. Recommendations regarding a change in the annual dues shall be proposed by the Board of Directors and submitted to the voting membership for approval. Approval of said change shall require a majority of the votes cast. Voting may be accomplished either by mail ballot or a regular meeting of the Association.

#### **Article V Officers**

##### ***Section 1. Designation***

The Association officers shall be President, Past-President, President-Elect, Secretary, and Treasurer and serve on a calendar year. All officers must be members in good standing.

##### ***Section 2. Powers and Duties of Officers***

- A. The President shall:
  - 1. Be chief executive officer of the Association, and Chair of the Board of Directors.
  - 2. Preside at all regular and emergency business meetings of the Board of Directors; receive all reports prior to Board meetings, and prepare or cause to be prepared, the reports for presentation at the meetings; call emergency meetings of the Association Board of Directors as needed.
  - 3. Set the date for the regularly scheduled meetings.
  - 4. Recommend persons to fill all vacancies of the elective offices with the Board of Directors.
  - 5. Appoint Committee Chairpersons with approval of the Board of Directors.
  - 6. Promote the interest(s) of the Association in all ways.
  - 7. Be custodian of all records, reports, correspondence, papers, and official documents of the Association, except as otherwise designated in the Bylaws.

8. Serve as a member of the Board of Directors representing the Long Range Planning Committee and the Ad Hoc Committees.
9. Prior to the first Board Meeting, be responsible for the preparation of an orientation package to be given to all Board Members and Committee Chairs to include: current By-Laws, organization chart, list of Board Members and Committee Chairs.
10. Obtain from outgoing President all current information on goals, actions, pending actions, policy and procedural manuals.
11. Assume leadership in the development of annual goals for the Association and all standing committees.
12. Ensure that all information on the website is current and accurate.
13. Succeed to the position of President upon completion of term as President elect.
14. Serve as President for a one year term.

B. The Past-President shall:

1. Serve as a member of the Long Range Planning Committee.
2. Serve as a member of the Board of Directors, representing the Committee on Education and the Committee on Family and Consumer Affairs.
3. Serve as the Chair of the Committee on Nominations.
4. Pass on all relevant information about budget and fiscal status, goals, actions and planned actions to the newly elected President.
5. Succeed to the position of Past-President upon completion of term as President.
6. Serve as Past-President for a one year term.

C. The President-Elect shall:

1. Preside over all meetings of the Association and the Board of Directors in the absence of the President.
2. Perform such executive duties as may be designated by the President.
3. Succeed to the Presidency in the event of resignation or incapacitation of the President.

4. Succeed to the Presidency upon completion of term as President-Elect.
5. Serve as parliamentarian and Bylaws expert for the Association.
6. Serve as a member of the Board of Directors, representing the Committee on Conference.
7. Serve as a member of the Long Range Planning Committee.
8. Be elected to and serve as President-Elect for a one year term.

D. The Secretary Shall:

1. Record the minutes of all official business meetings of the Association and the Board of Directors.
2. Append copies of all reports submitted to the Board of Directors to the minutes of the appropriate meeting.
3. Provide the Board of Directors with copies of the minutes within thirty (30) days of each meeting.
4. Keep up-to-date records of all Association officers, representatives, appointees, and committee personnel.
5. Be elected to and serve as the Secretary for a two year term (beginning in an even numbered year).
6. Serve as a member of the Board of Directors representing the Committee on the Newsletter/Website and the Committee on Programs.

E. The Treasurer shall:

1. Receive and account for all monies bestowed upon the Association, including:
  - a. Maintaining and balancing a monthly ledger and reporting this information to the Board at each meeting for review and approval. Ledger must be budget line specific and demonstrate assets and liabilities reflective of key, separate categories to include but not limited to: membership dues, convention income and expenditures, newsletter and website
  - b. Balancing liabilities against assets at the end of the calendar year (December 31)
  - c. Accounting to any grant agencies receipt of funds
2. Disburse funds according to the following guidelines:
  - a. A written request for reimbursement shall be submitted, along with specific information about disbursement, along with a receipt for past expenditures

- b. Board approval will be required for expenditures greater than \$100.00 over budget
  - c. Upon Board approval of a budget, the Treasurer shall provide each Committee with an accounting on monies appropriated and monies spent upon request during the year. Each Committee request for disbursement must be clearly designated for the Committee's use
3. Receive all monies due to and all gratuities bestowed on the Association.
4. Disburse monies as approved or directed by the Board of Directors and its representatives. The Association's monies shall be kept in an account which will require the signature of the Treasurer for withdrawal.
5. Maintain certifiable and current accounts of all receipts and disbursements of the Association.
6. Prepare and submit a financial report once a year and such financial reports as are requested by the Board of Directors.
7. Prepare and submit a financial summary at all Membership and Board meetings.
8. File tax returns as required by law.
9. Transfer all monies and records to the incoming Treasurer and receive a receipted accounting of said transfer.
10. Develop a budget with input from the Board of Directors and Committee Chairs.
11. Be elected to and serve as Treasurer for a two-year term (beginning in an odd numbered year).
12. Serve as a member of the Board of Directors representing the Committee on Membership/Publicity.

## **Article VI Board of Directors**

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

A. The Board of Directors of the Association shall consist of the following:

1. President
2. Past-President
3. President-Elect
4. Secretary
5. Treasurer

## ***Section 2. Meetings***

- A. There shall be a minimum of three meetings annually of the Board of Directors. Additional or emergency meetings may be called by the President or by a majority of the Board of Directors.
- B. Notice of regularly scheduled Board meeting shall be provided to each Board member at least (30) days prior to the meeting.
- C. All board meetings shall be open to the Membership except for designated closed sessions.
- D. The President shall be authorized to set time and place of emergency meetings and to seek assistance from among the Board members in setting emergency meetings.

## ***Section 3. Quorum***

- A. A quorum of the Board of Directors shall be half of the Board Members, which number shall include either the President or the President-Elect and at least one other elected officer.

## ***Section 4. Power and Duties***

The Board of Directors shall:

- A. Exercise general management of the Association.
- B. Conduct the financial and business matters of the Association.
- C. Receive and act on reports of all Association Committees and appointees.
- D. Report its actions to the Membership periodically through the Association website and at scheduled meetings of the Association.

## **Article VII Committees and Appointees**

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

- A. Chairs of Standing Committees shall be appointed:
  - 1. By the President and shall be confirmed by the Board of Directors
  - 2. In accordance with the needs and Bylaws of the Association
- B. Committee members shall be selected by the Committee Chairs within one month of the appointment of the Chair in cooperation with the Board elected Board member responsible for that Committee.

- C. Ad Hoc Committees and task forces shall be formed as needed and function as long as necessary to complete special assignments and shall report to the President.
- D. Selections to Standing and Ad Hoc Committees shall be made from the membership-at-large unless otherwise specified by these Bylaws.
- E. All committees are directly responsible to their designated members of the Board of Directors.

## ***Section 2. Standing Committees***

- A. Each Standing Committee shall prepare and submit an annual plan of their goals and proposed activities to their designated Board Member by April 1 of each year.
- B. All Standing Committee Chairpersons shall attend the Board meeting held at the annual conference of the Association.
- C. The following shall serve as Standing Committees:

### **1. Committee on Membership/Publicity**

- a. Composition—the Committee shall be composed of a Chair and a Co-chair appointed by the President and members selected by the chair
- b. Duties of the Chair shall be:
  - 1. Act on all applications for membership upon receipt.
  - 2. Prepare and disseminate information pertaining to membership in the Association.
  - 3. Assemble and publish annual membership directory.
  - 4. Submit an annual report and such other reports as may be requested by the Board of Directors.
  - 5. Prepare and submit a membership summary to the Treasurer before each Board meeting.
  - 6. The chair shall serve a two year term.
- c. Duties of the Co-chair shall be:
  - 1. Prepare public announcements to promote the NCACA and its objectives.
  - 2. Work with the Conference Chair as necessary for conference publicity.
  - 3. Coordinate with the Conference chair a display table for recruitment and information regarding NCACA at the Annual NCACA Conference and other applicable meetings.
  - 4. Serve as custodian of Association picture albums and promotional displays.

5. Work with coordinator of NCACA web page to update information about the organization.
6. The co-chair shall serve a two-year term.

## **2. Committee on Programs**

- a. Composition—the Committee shall be composed of a Chair appointed by the President and members selected by the Chair.
- b. Duties of the Committee shall be:
  1. Provide input and/or suggestions for program topics presented at annual Board/Committee Chair meeting or alternate Board meeting.
  2. Contact prospective speakers and make all necessary arrangements for the programs.
  3. Prepare and submit a report on Committee activities to the Secretary to the Association thirty (30) days prior to each Board meeting.
  4. The chair shall serve a two year term.

## **3. Committee on the Conference**

- a. Composition—the Committee shall be composed of a Chair and a Co-chair appointed by the President and members selected by the Chair.
- b. Terms—The Chair will serve a two-year term. The Co-chair will serve a minimum of one year followed by assumption of the position of Chair.
- c. Duties of the Chair shall be:
  1. Suggest and decide on a featured speaker and topic, with approval by the Board, for an annual conference.
  2. Make all necessary arrangements such as conference location, date, food, accommodations, and arrangements for the speaker.
  3. Work in conjunction with the Membership/Publicity Chair, as necessary, to publicize the conference.
  4. Prepare and submit a report on committee activities to the President elect to the Association thirty (30) days prior to each Board meeting.
  5. In Coordination with the Treasurer, prepare and submit a report to the President-Elect on the budget of the conference and provide necessary records and information to the Chair-Elect for the next year's conference thirty (30) days following completion of the conference.
- d. Duties of the Co-Chair shall be:
  1. Solicit vendors/exhibitors for the annual conference.
  2. Coordinate the silent auction for the annual conference.
  3. Obtain approval from the Board for exhibitors' fees, etc.
  4. Assist the conference chair as needed or requested.

#### **4. Committee on the Newsletter and Website**

- a. Composition—the Committee shall be composed of an Editor and a Website Chair each appointed by the President and other members selected by the Chairs.
- b. Duties of the Committee shall be:
  1. Prepare and disseminate at least two newsletters per year, at least one of which is provided in hard copy by direct mail, to include the membership directory; the other may be provided by direct mail or via the website.
  2. Assign and solicit articles for the NCACA Newsletter.
  3. Work with the Board to select a topic for each Newsletter.
  4. Edit and prioritize articles for inclusion in each issue of the Newsletter.
  5. Arrange for publication of each issue of the Newsletter.
  6. Prepare and submit reports on Committee activities to the Secretary to the Association thirty (30) days prior to each Board meeting.
- c. The Website Chair will maintain and update the website, publish newsletters and membership list on the website.
- d. The newsletter and Website Chair shall serve a two-year term.

#### **5. Long Range Planning Committee**

- a. Composition—the Committee shall be composed of a Chair, selected by the President, the Past-President, the President-Elect, and other members representing the membership (disciplines, consumers, agencies, and geographic locations) as selected by the Chair.
- b. The Chair shall serve a three-year term.
- c. Duties of the Committee shall be:
  1. Identify the needs of persons with severe communication impairments in North Carolina.
  2. Suggest strategies to the Board to help meet these needs.
  3. Develop a list of short and long term goals for the Association to be submitted to the Board for review, approval, and action.
  4. Prepare and submit a report on Committee Activities to the President thirty (30) days prior to each Board meeting.

#### **6. Committee on Family/Consumer Affairs**

- a. Composition—the Committee shall be composed of a Chair appointed by the President and members selected by the Chair.
- b. Duties of the Committee shall be:
  1. Encourage family/consumers to attend the annual Conference and programs sponsored by the Association.

2. Provide outreach to family/consumers to promote membership in NCACA and participation in its activities.
  3. Conduct an annual needs assessment of family/consumer members of the NCACA.
  4. Prepare and submit a report on Committee activities to the Past-President thirty (30) days prior to each Board meeting.
- c. Duties of the chair shall be
1. Serve a two-year term
  2. Coordinate the recruitment and receipt of recommendations for families and consumers for Convention scholarships, nominate recipients and submit to the Board for review and approval.

## **7. Committee on Education**

- a. Composition—the Committee shall be composed of a Chair appointed by the President and members selected by the Chair.
- b. Duties of the Committee shall be:
  1. Evaluate the needs, statewide, for training of professionals, paraprofessionals, etc., in the area of augmentative communication.
  2. Investigate models of service delivery regarding augmentative communication training.
  3. Recommend a plan to meet identified needs.
  4. Gather and disseminate current AAC-related educational opportunities.
  5. Represent the NCACA at awareness events.
  6. Prepare and submit a report on Committee activities to the Past-President thirty (30) days prior to each Board meeting.
  7. Appoint at least one committee member to serve on the Conference Committee.
- c. The chair shall serve a two year term.

## ***Section 2. Ad Hoc Committee(s)***

A. The following will serve as Ad Hoc Committee(s):

### **1. Committee on Nominations**

- a. Composition—the Committee shall be composed of a Chair, the Past President, and other members as selected by the Chair.
- b. Duties of the Committee shall be:
  1. Prepare a slate of nominees from among the membership with the consent of the individuals named. The slate will be presented to the President prior to the election.

2. Prepare a ballot for election to be presented to the membership in the Association Newsletter or made available to all members in good standing via post or email with clear directions on how to complete and return the ballots such that the votes will not be missed or duplicated.
3. Tally the results of the election and present them to the President. Elections will be considered invalid unless a clear third of the membership have submitted ballots.

c. Honors of the Association

1. Honors of the Association is the highest honor NCACA can give. Honors of the Association shall be conferred in recognition of consistent, long-term, distinguished contributions to the Association and the field of AAC. It may be conferred on an Active member of the Association who has been in good standing for at least the previous five consecutive years. Any Active or Life member may submit nominations for Honors of the Association. Honors of the Association are only conferred if there is put forth a nominee who is considered by the prior recipients to merit this distinction. It is not required then that Honors will be conferred every year.

The nomination must include the following:

- Name of nominee
- Title/position
- A letter of support for the nominee describing the contributions or accomplishments of the nominee which makes that nominee worthy of consideration. Nominations without support will not be considered. NCACA members can e-mail or mail the nomination and letter of support to the previous year's Honors recipient.

d. Duties/Procedures shall be:

1. The Past President will place in an NCACA newsletter or distribute by email to all members a nomination form calling for nominees for the Honors of the Association. This will describe the criteria, justification needed, who to send the completed nomination form to, and also explaining that nominations without a justification will not be accepted. The nomination form will also be put on the website. There will be a deadline on the form.
2. The nomination form will designate that the previous year's Honors recipient will receive the nominations either by e- mail or in the regular mail.

3. At least one week after the deadline, the previous year's Honors recipient will send a hard copy or e-mail a copy of completed nomination forms to all previous Honors recipients along with a ballot of all of the names. Prior Honors recipients will be given a deadline by which to send their ballot to the previous year's Honors recipient.
4. The previous year's Honors recipient will be responsible for receiving ballots, tallying the results, and coordinating the presentation of the new Honors recipient at the next NCACA annual conference.
5. Election of the Honors recipient may only be made in those years in which at least 50% of those eligible to vote have voted for or against the nominee(s) and that nominee may only be elected to receive the Honors if he/she has received a clear majority of those voting. If there are fewer than 50% of those who are eligible to vote who elect to vote in any given year, on that year there will be no Honors awarded.

e. Distinguished Service Award

1. Distinguished Service Award is designed to recognize significant contributions to the area of augmentative and alternative communication by living persons who are not members of the NCACA. Nominees should make, or have made, a major contribution to the area of augmentative and alternative communication in the state of North Carolina in one or more of the following areas: consumer advocacy, legislative or other governmental affairs activity, public awareness or research. This individual may only be nominated by a member of NCACA and the award is based solely on the information provided by sponsor of the nominee to include a letter of support of the nominee, who has benefited from the contributions of the nominee and why the nominee should receive this award from the NCACA.

The nomination must include the following:

- Name of nominee
- Title/position
- A letter of support for the nominee describing the contributions or accomplishments of the nominee which makes that nominee worthy of consideration. Nominations without support will not be considered. NCACA members can e-mail or mail the nomination and letter of support to the previous year's Honors recipient.

f. Duties/Procedures shall be:

1. All nominations will be submitted to the Past President who will review each to determine if the nominee and the sponsor meet the criteria listed above.
2. All those nominees who meet the criteria will be presented to the elected members of the Board and the appointed committee chairs for review.
3. The award recipient will be selected by a majority vote of the Board and Committee Chairs and the award will be presented at the Annual Conference.
4. If there are no approved nominees in any given year or no majority decision by those eligible to vote during that year, there will be no award.
5. Any person who has been nominated but has not been selected to receive the award may be nominated again in subsequent years.

### **Amendments**

Amendments to these Bylaws may be initiated by the Board of Directors or by written proposal signed by ten (10) active members and must be submitted to the voting membership. Vote on amendments may be at any regular meeting of the Association or at the annual conference. Proposed changes or amendments to the By-Laws must be publicized to the general membership thirty (30) days prior to the voting. Members may cast their vote at the membership meeting or by a written signed note received by the NCACA President prior to the meeting where the voting will take place.

The President-Elect is responsible for seeing that changes are incorporated into printed copies of the NCACA Bylaws, disseminated to the Board and Committee Chairs and published on the website.