

# **BYLAWS OF THE HOWARD COUNTY AUTISM SOCIETY**

Established 1993

Amended June 15<sup>th</sup> 1997

Amended May 21<sup>st</sup> 2006

Amended September 13<sup>th</sup>, 2009

Amended January 31<sup>st</sup>, 2010

Amended January 30<sup>th</sup>, 2011

## **ARTICLE I—Purpose**

The Howard County Autism Society (hereinafter referred to as the “Society”) serves individuals on the autism spectrum, their families, and their communities by providing information, support, and advocacy; by promoting awareness of autism that values the dignity and uniqueness of each individual; and by working to improve the quality and access to services and to educational opportunities.

The Howard County Autism Society fulfills its mission by following these guiding principles.

The Howard County Autism Society:

- a) notes that when provided the opportunity, all individuals on the autism spectrum have a contribution to make to their family, to their community, and to society at large. Therefore, the Society supports meaningful participation and self-determination in all aspects of life for individuals on the autism spectrum and their families;
- b) supports individuals on the autism spectrum to find their own voice through self-advocacy;
- c) informs individuals and families affected by autism as well as professionals and local service providers by seeking out opportunities to educate all in best practices in support and treatment;
- d) promotes better awareness and understanding of the autism spectrum; it provides information and resources to the autism community and to the public at large in a manner that is most effective with each target audience;
- e) advocates for public policy and funding that protects the rights of individuals with autism, and expands educational, vocational, therapeutic, recreational, social, and residential options as well as research opportunities and medical knowledge;
- f) promotes collaborative relationships between individuals on the autism spectrum and their families, and their service providers;
- g) encourages cooperation between schools, agencies, organizations, and other professionals involved in the lives of people within the autism spectrum.

## **ARTICLE II—Membership**

### Section 1. Eligibility

Any person who subscribes to the purposes and principles of the Society shall be eligible for membership.

## Section 2. Admission to Membership

Any eligible person who meets the requirements of membership, namely subscribing to the principles and purpose of the organization, maintaining membership in the national Autism Society, and paying annual membership dues, shall be admitted to membership in the Society. Point of entry can be made through either the national or local organization. Membership is housed in one central database shared by the national and local organizations.

## Section 3. Dues Payment

Under the Autism Society of America's unified membership program, a combined annual dues for national and local membership is payable once a year to the national Autism Society. The Howard County Autism Society receives a percentage of membership dues as determined by the board of the national organization. Membership is to be renewed on an annual basis from the original date of subscription or renewal.

## Section 4. Revocation of Membership

For just cause, revocation of membership shall be enacted by a majority vote of the Board of Directors. The Secretary shall within two days thereafter, serve upon such member written notice of the proposed action and the reasons therefore. The member may present a written response to the Secretary within fourteen days after the receipt of the notice of proposed removal. After consideration of the written response, a final determination will be made by the Board of Directors by a majority vote. The removed member shall have the right to have his or her full statement appended to the minutes of the meeting of the Board at which revocation was enacted. A revoked member may be reinstated by a majority vote of the Board of Directors after receipt of a written request from the revoked member which contains additional information.

# **ARTICLE III—Meetings**

## Section 1. Meeting Types

There shall be meetings designated as Meetings of Members whose purpose is carrying out the society's mission. There shall be meetings of the Board of Directors and Business Meetings, including Annual General Meetings and Special Meetings, to carry out the business of the Society.

## Section 2. Meetings of Members

Meetings of the members shall be held at least ten months out of every year at a location that is at the discretion of the Board.

## Section 3. Meetings of the Board of Directors

The Board of Directors shall meet at least quarterly each year, and at other times as mutually agreed.

## Section 4. Annual General Meeting

An annual general meeting of the Members shall be held no later than December 1 of each year at a time and location within Howard County determined by the Board of Directors. The President shall

make a report to the membership, a financial report shall be available for inspection and discussion, and election of officers and board members shall take place. Members may call for items to be placed on the agenda by notifying the President or Secretary at least two weeks before the meeting. Other items may be taken up from the floor after advance agenda items have been addressed.

#### Section 5. Special Membership Meetings

Special Meetings of the members may be called by the President or Board of Directors. The purpose of such meetings will be to conduct business of the Society that the Board deems to require approval by the membership at large.

#### Section 6. Voting and Quorum at Business Meetings

A quorum for Business Meetings shall consist of ten Members or one fourth of all Members, whichever is less. Each individual membership (individual/professional) holds one vote. Family membership holds two votes. All voting at Business Meetings shall be in person.

#### Section 7. Authority

Except where inconsistent with these bylaws, Robert's Rules of Order shall govern the conduct of the Meeting of the Board of Directors and Business Meetings as defined in Section 1.

#### Section 8. Notice of Meetings

Notice of Annual General and Special Meetings shall be provided to the Members by the Secretary not less than 14 days or more than 90 days prior to the meeting. Notice may be made by electronic mail, the website, or U.S. Mail.

### **ARTICLE IV—Directors**

#### Section 1. Composition

There shall be a Board of Directors (referred to as the “Board”) that shall consist of a minimum of nine (9) and shall comprise the President, Vice-President, Secretary, Treasurer, and Directors, referred to also as Board Members. There shall be a maximum of 25 members of the Board of Directors and the number of Board Members shall always be odd. In order for an individual to be considered for a position on the Board, he or she must submit a written letter of intent to the Nominating Committee stating a desire to serve as a Board member, and an affirmation of the Society’s purpose and principles as outlined in Article I. The Nominating Committee shall be responsible for recommending new candidates to the Board. An election of Officers and Directors shall be held at the Annual General meeting to be held no later than December 1 of each year. The Board shall have discretion at any time to vote to add officers or directors subject to the limits above.

#### Section 2. Powers

The Board shall be the governing body of the Society. The Board shall have the lawful powers to carry out the purposes of and to conduct the business of the Society.

### Section 3. Vacancy

In the event that an elected Officer or Director resigns, is removed, or is unable to complete his or her term, the President shall have the authority to select an individual to serve the remainder of that term.

### Section 4. Voting

A quorum of the Board of Directors consists of a majority of the number of directors in office immediately before the meeting begins. The act of the majority present at a meeting at which a quorum is present shall be the act of the Board of Directors. For urgent Board matters, votes may be taken via email at the discretion of the President. The President must submit the vote to the Board for consideration and voting. A motion will be passed by the affirmative vote of a simple majority of the quorum.

## **ARTICLE V—Officers**

### Section 1. Terms

All Executive Officers (President, Vice President, Secretary and Treasurer) shall serve for a term of one year beginning on January 1st, and shall be limited to serving three terms consecutively in the same position.

### Section 2. President

The President of the Society shall be elected by a vote of the membership and shall serve for a term of one year. There may be two persons elected to share this position, each as Co-President, if the Nominating Committee so submits names for election. The President shall preside at all meetings of the Membership and the Board. The President shall have general responsibility for the activities of the Society. The President may be a member of all committees and shall exercise general supervision over their work in order to ensure effective operation of the Society. On behalf of the Board, the President shall supervise the Executive Director and his/her work and activities undertaken on behalf of the Society. The President will work with the Board to identify funding sources and pursue grants.

### Section 2. Vice-President

The Vice-President shall assist the President in the performance of his/her duties and shall assume such other duties as are assigned by the President and approved by the Board. In the absence of the President, the Vice-President shall assume the duties of the President, and shall preside at meetings of the Members and the Board. In the event the President shall be unable to serve, the Vice-President shall succeed to the office of President for the remainder of the President's term. The Vice-President shall be responsible for overseeing and coordinating the efforts of the standing committee chairpersons.

### Section 3. Secretary

The Secretary shall keep an accurate record of the proceedings of all Meetings of the Board of Directors and Business Meetings. The Secretary shall be custodian of the books and records of the Society except those specifically assigned to others. The Secretary shall ensure that notification is sent to the membership of all Business Meetings. The Secretary shall provide for a registration log at each Meeting.

### Section 4. Treasurer

The Treasurer, under the supervision of the President, shall have the oversight of the receipt and deposit in the name of the Howard County Autism Society of all revenues received by the Society, the disbursement of funds, and the monthly expenditures of the Society. Two members of the same household may not have signing authority. The Treasurer shall be responsible for the financial records of the Society and will prepare the annual budget with the input of the President and Executive Director. For expenditures over \$1000 (one-thousand) dollars, checks must be co-signed by the Treasurer and either an Executive Officer or a co-signatory that the Board so designates. The Treasurer shall be the Chair of the Finance Committee.

### Section 5. Immediate Past President

The term "Immediate Past President" is applied to the person or persons who just completed their terms of office as President. This title is retained until the next President completes his or her term of office. The Immediate Past President guides and supports the Officers of the Society. The primary responsibilities of this role involve serving as a resource for new officers and ensuring continuity with past terms. The Immediate Past President serves as a non-voting member of the Executive Committee.

### Section 6. Board Members

The Society requires that each Board member takes an active role promoting the Society's purpose and principles, and supporting the successful operation and continuation of the Society. Each Board member must attend a minimum of fifty percent of the Board meetings. Additionally, each Board member must either take an Executive Officer position or serve on one of the standing committees. Each Board member must subscribe to the Conflict of Interest Policy (which is attached to these Bylaws) and complete the paperwork required by that policy. If these duties are not fulfilled, a Board member may be removed by a majority vote of the Board.

## **ARTICLE VI—Committees**

### Section 1. Standing Committees

The Standing Committees of the Chapter shall be:

- (a) Executive Committee
- (b) Program Committee
- (c) Public Relations Committee
- (d) Advocacy & Partnerships Committee

- (e) Finance Committee
- (f) Transition and Adulthood Committee
- (g) Biomedical Committee
- (h) Asperger's Committee

and such other committees as the Board may determine.

## Section 2. Executive Committee

The Executive Committee shall include the President, Vice-President, Secretary, Treasurer, and Immediate Past President (ex officio). The Executive Committee serves as the oversight committee that provides overall executive direction and support to the Society. The Executive Committee advises and assists the President and between meetings of the Board of Directors has the powers of the Board of Directors, except the power to pass by-laws. Decisions of the Executive Committee made between Board Meetings must be ratified by the full Board of Directors at the next following Board Meeting. The Executive Committee works to maintain a solid infrastructure and increase funds, enhancing the Society's ability to support a diverse membership and maintain the resources required for effective operation.

## Section 3. Program Committee

The Program Committee shall coordinate efforts with the Executive Director and President to educate individuals with autism, families, educators, support professionals and community members on Autism Spectrum Disorders through information, speakers, support group meetings, workshops, and conferences. As the budget permits, the committee shall coordinate social events for membership each year. The committee chair shall assign hospitality duties for Board meetings and other events.

## Section 4. Public Relations Committee

The Public Relations Committee shall support and promote the efforts and activities of the Society through published materials, a website, newsletters, advertising, special events, and organization of activities to celebrate Autism Awareness Month.

## Section 5. Advocacy and Partnerships Committee

The Advocacy and Partnerships Committee shall work to enhance Howard County communities and make them more inclusive of individuals with autism spectrum disorders and their families. The Advocacy and Partnerships Committee will work to protect the rights of, and secure resources and services for, people with autism and their families through strategic partnerships and through advocacy efforts. The Advocacy Committee shall function with two subcommittees, each with its own chair, and together the two chairs will co-chair the full committee. The Education Advocacy Committee shall work on areas of ongoing interest with regard to the Howard County Public School System. The Legislative Advocacy Committee shall advise the staff on advocacy at the state and local level and assist with such efforts. Especially, the Legislative Advocacy Committee shall give advice to the staff with regard to prioritizing and determining which efforts should be pursued by the Society.

## Section 6. Finance Committee

The Finance Committee, chaired by the Treasurer and assisted by staff (i.e. Bookkeeper), shall be responsible for matters concerning the finances of the Society, including its annual audit.

## Section 7. Transition and Adulthood Committee

The Transition and Adulthood Committee shall address issues affecting the transition of youth to adulthood, as well as issues affecting all aspects of the lives of adults with autism, including residential, recreation, employment, social and community inclusion issues. The committee shall advise the staff with regard to prioritizing and determining which initiatives and advocacy efforts should be pursued by the Society.

## Section 8. Biomedical Committee

The Biomedical Committee shall provide information and support to families and professionals interested in the biomedical approach to treating autism and related disorders, and to expand knowledge about and understanding of these treatments.

## Section 9. Asperger's Committee

The Asperger's Committee shall provide information and support for families and individuals affected by Asperger's Syndrome. The committee shall consist of one chairperson and the members of the HCAS Asperger's Support Group. The committee shall focus on exploring the unique challenges presented by Asperger's while promoting the awareness and understanding of the diversity of the autism spectrum.

## Section 10. Special Committees

The President may from time to time appoint special committees whose duties and assignments shall be fully outlined.

(a) The Nominating Committee shall be a Special Committee of the Society.

The Nominating Committee shall be responsible for recruiting and recommending a slate of candidates for the Officers and Directors prior to the Annual General Meeting. The Nominating Committee shall be composed of at least three Board members, none of whom are currently standing for Executive Office. In the event that three such Board members do not exist, the Board shall appoint Members of the Society to fill vacancies on the Nominating Committee.

(b) Other special committees as the President may determine.

## Section 11. Committee Chairs

The President, with the advice of the Board, shall appoint the Chairpersons of the Standing and Special Committees who shall be responsible for coordinating and overseeing the responsibilities of that Committee, and for keeping the President and Vice President advised on the activities of the



committee. The Chairperson of each committee shall advise the Board of Directors quarterly, and the membership a minimum of once yearly on the activities and progress made by the committee. The Chairpersons of the Standing Committees are required to be current Board members.

## **ARTICLE VII—Administration**

### Section 1. Appointment of Employees

The Board of Directors, bearing in mind the activities and the financial resources of the Society and whenever in their judgment such action is desirable to promote the achievement of the purposes of the Society as set forth in these bylaws, may authorize appointment or employment of persons to carry out designated duties for the Society on a compensated basis.

### Section 2. Supervision of Employees

All employees and contractors shall serve under the direction of the Executive Director. The Executive Director shall hire all compensated staff and contractors, conditioned on the approval of the Board of Directors. The Executive Director shall be supervised by the President in all work and activities undertaken on behalf of the organization. Any requests made of the Executive Director by a member of the Board of Directors shall be submitted to the President for approval and submission to the Executive Director for completion. The Executive Director shall report to the Board of Directors at each scheduled Board meeting. The Executive Director serves at the pleasure of the Board of Directors. Any personnel action, including the hiring and termination of the Executive Director, must be undertaken by the Board of Directors by a majority vote.

### Section 3. Employee Duties

The staff will maintain the up-to-date membership list and will, at the direction of the President, send out or delegate and supervise the sending out of dues renewal notices. The staff will perform other duties and responsibilities as assigned by the committees, with the approval of the President.

### Section 4. Conflict of Interest Policy

All members of the Board of Directors, all compensated staff members, and all non-Board volunteers who have the authority to make purchases for the Society or contractual or financial commitments for the Society, shall sign and submit a copy of the organization's Conflict of Interest Policy on an annual basis.

### Section 5. Compensation of Officers and Board of Director Members

Officers and members of the Board of Directors shall not receive any salary or other compensation for their services in said capacities. An Officer or member of the Board of Directors may, however, receive reimbursement for travel or other expenses incurred in said capacities, if such compensation is approved by the Board.



Section 6. Acts of the Chapter

Excluding the office staff, no person shall act in the name of the Society except as authorized in these bylaws or by the Board of Directors, the President, or vote of the Members. No person shall, without the approval of the President or the Board of Directors, send any letter, notice, or other written communication in the name of the Society to the Members or to any other person including an association, government agency, or public official regarding policy matters of the Society.

Section 7. Fiscal Year

The fiscal year of the Society shall commence the first day of January of each year and end on the thirty-first day of December of the same year.

Section 8. Other Organizations

The Society may become an affiliate of any other organization deemed advantageous to the fulfillment of its mission and objectives.

Section 9. Bank Account

The Society shall maintain a bank account.

Section 10. Financial Report

The Society shall prepare an annual financial report.

Section 11. Dissolution

In the event of the dissolution of the Society by the surrender or forfeiture of the charter or otherwise, no distribution of assets is to be made to any member. All property owned, managed or operated by the Society will be dispersed at the discretion of the Board of Directors to another nonprofit organization(s) that the Board deems to serve the purpose and mission of the Society as outlined in Article 1 of these bylaws.

**ARTICLE VIII—Amendments**

Section 1. Requirements

A proposal to alter, amend, repeal or adopt bylaws or provisions to the Bylaws may be made by the Board through a majority vote.

Adopted by the Board of Directors

President \_\_\_\_\_ Date January 30, 2011