

**CONSTITUTION AND BYLAWS  
OF THE COUNCIL FOR EDUCATIONAL DIAGNOSTIC SERVICES  
OF THE COUNCIL FOR EXCEPTIONAL CHILDREN**

**ARTICLE I  
NAME**

The name of this organization shall be The Council for Educational Diagnostic Services, a division of the Council for Exceptional Children.

**ARTICLE II  
PURPOSE**

**Section 1. Purpose**

The primary purpose of this division shall be to advance the education of individuals with exceptionalities and to promote related educational, scientific, and charitable purposes. Specifically, the division 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.

**Section 2. Secondary Purposes**

The secondary purposes of this division shall be:

- A. To promote the most appropriate education of children and youth through appraisal, diagnosis, educational intervention, implementation, monitoring and evaluation of prescribed educational programs.
- B. To facilitate the integration of services offered by educational diagnosticians, physicians, psychologists, social workers, teachers, and /or other professionals.
- C. To promote research that encourages the development of effective diagnostic instruments, practices, and techniques which will lead to a better understanding of the relationship between educational needs and educational practices.
- D. To improve the performance of the membership in fulfilling their professional roles.
- E. To strengthen the Council for Educational Diagnostic Services (CEDS) as a professional organization.
- F. To work for high quality programs of recruitment, education, and certification of personnel involved in diagnostic and prescriptive programs for individuals with exceptionalities.
- G. To serve the membership of CEDS.

**ARTICLE III  
MEMBERSHIP**

**Section 1. Qualifications**

Membership shall consist of:

- A. Individuals interested in diagnostic and/or prescriptive procedures involved in the education of individuals with exceptionalities.
- B. Students preparing for professional employment such as described in (A).

**Section 2. Minimum Membership Requirements**

The division shall maintain a minimum membership as required by CEC and who shall meet the membership qualifications established by CEC.

### **Section 3. Unified Membership**

All members of this division must hold concurrent membership in the Council for Exceptional Children. The division may not accept enrollments for division membership only.

### **Section 4. Membership Term**

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

## **ARTICLE IV ORGANIZATION**

### **Section 1. Relationship to the Council for Exceptional Children**

This division shall be affiliated with the Council for Exceptional Children.

### **Section 2. Fiscal and Administrative Term**

The fiscal year and administrative term of office shall be July 1 through June 30.

## **ARTICLE V DUES**

### **Section 1. Dues**

Dues for regular and student members shall be proposed by the Board of Directors. Approval shall require a simple majority vote of those present at the annual business meeting.

### **Section 2. Payment of Dues**

Annual dues shall be payable before the end of the individual's membership year. Members whose dues are not paid by the last day of their membership year shall be considered delinquent, and they shall be dropped from the membership of the organization.

## **ARTICLE VI OFFICERS**

### **Section 1. Elected Officers**

- A. The elected officers of this division shall be president; an immediate past president; a president-elect, who shall succeed the president; a secretary; and a treasurer.
- B. The terms for office are as follows: immediate past president, president-elect, secretary, and treasurer -- two consecutive years. The president-elect shall be elected in even years; the secretary and treasurer shall be elected in odd years.

### **Section 2. Representatives to the CEC Representative Assembly**

- A. Immediate Past President will serve as the first representative to the CEC Representative Assembly.
- B. The Membership Committee Chairperson as the second representative to the CEC Representative Assembly.

### **Section 3. Prerequisite to Nomination, Election, and Appointment**

- A. All officers, must be members in good standing of the Council for Exceptional Children and this division at the time of their nomination and election and remain so throughout their term of office. Any eligible member may be elected to office.
- B. Nominees for the position of president-elect, must have served or be currently serving on the CEDS and/or CEC Board of Directors as an officer or an appointed position.
- C. Representatives to the CEC Representative Assembly, whether designated or appointed, must have served or be currently serving on the CEDS Board of Directors as an officer or appointed position.

#### **Section 4. Succession**

An elected officer, with the exception of president-elect, may succeed him/herself once in the same office if re-elected. The appointed representative to the CEC Representative Assembly may serve a second consecutive two-year term. The designated representative (immediate past president) may serve a second term in the event that his/her successor cannot serve in this capacity.

#### **Section 5. Vacancies**

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 immediate past president shall be filled by the individual who held the office in the immediately preceding term. A vacancy in any of the offices, except president and immediate past president, shall be declared and filled by action of the Board of Directors upon recommendation by the president and such person(s) shall serve only until the end of the current administrative term or until replaced by a duly elected/ selected successor.

#### **Section 6. Resignation or Removal from Office**

- A. An officer may resign at any time by giving written notice of such resignation to the president and secretary. Unless otherwise specified in such written notice, such resignation shall be effective upon receipt thereof.
- B. A petition for removal of a division officer shall be signed by at least twenty-five (25) members in good standing of the division and submitted in writing to the president. If the president is the subject of the petition, it shall be submitted to the president-elect.

The president or the president elect, shall, within seven (7) days, notify each Board of Directors member in writing of such a petition, solicit relevant evidence from all parties concerned, and call a special meeting of the Board of Directors to consider the matter within thirty (30) days following receipt of the petition.

At the Board of Directors meeting, which may be conducted via telephone conferencing or electronic media, an opportunity shall be made available to all interested parties to present any relevant evidence. A two-thirds majority vote by mail or electronic ballot of the members present, provided there is a quorum, is necessary for the removal of an officer. Removal from office is effective immediately.

The officer being considered for removal shall be provided with the results of the action of the Board of Directors in writing within fourteen (14) calendar days.

#### **Section 7. Duties of Officers**

- A. The powers and duties of the president shall be:
  - 1. To serve as the chief executive officer of the division with the powers and duties usually belonging to such a position.
  - 2. To provide leadership to general policy-making and carry out the directives of the membership.
  - 3. To call and preside at the annual business meeting and all meetings of the Board of Directors.
  - 4. To recommend chairpersons of committees.
  - 5. To be an ex-officio member of all committees.
  - 6. To recommend to the Board of Directors the addition or dissolution of ad hoc committees and other appointive bodies;
  - 7. To represent the division in coordinating efforts with CEC, other units of CEC, and other organizations and agencies;
  - 8. To make an annual report to the Council for Exceptional Children and the Division;
  - 9. To appoint, with Board of Directors approval, one of the representatives to the CEC Representative Assembly.
  - 10. To serve as first representative to Interdivisional Caucus
  - 11. To maintain accurate and current Constitution and Bylaws.

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 the president's absence or inability to serve;
2. To serve on the Program Advisory Committees for the CEC Annual Conventions held during the term of office
3. To serve as second representative to Interdivisional Caucus
4. To develop the program for the annual convention and plan other meetings according to the policies and directives of the Board of Directors.
5. To prepare a draft of the annual convention program for the information of the Board of Directors and the Membership
6. To chair the CEDS conference.
7. To otherwise have such powers and perform such duties as may be assigned by the president or the Board of Directors

C. The powers and duties of the secretary shall be:

1. To keep a record of all proceedings of the annual business meeting, the meetings of the Board of Directors, and such correspondence as necessary for the operation of the organization;
2. To record all votes of the Board of Directors and the Executive Committee;
3. To assume custody of all records except those specifically assigned to others;
4. To keep accurate lists of Board of Directors and committee members;
5. To transfer all records to the new secretary at the time of installation.
6. To coordinate and solicit updates for the CEDS website to the Webmaster.

D. The powers and duties of the treasurer shall be:

1. To make an annual report of the financial status of the division to the Board of Directors and subsequently to the general membership at the annual business meeting.
2. To prepare and submit an annual budget for approval by the Board of Directors and the general membership at the annual business meeting.
3. To transfer his/her authority to the president in the event that he/she is unable to perform his/her duties;
4. To be responsible for the division banking and all phases of bookkeeping, with the authority to issue checks up to the limit specified in the approved budget.
5. To submit to the president and Board of Directors an accounting of the conference expenditures.
6. To file annual taxes on behalf of the division or have taxes filed on behalf of the division in accordance with the regulations of the IRS.
7. To assume other such duties related to Conference as directed by the president.
8. To assist the new treasurer in the transfer of CEDS funds within thirty (30) days of installation.
9. To transfer all financial records to the new treasurer at the time of the installation.

- E. The powers and duties of the immediate past president shall be:
1. To seek viable nominations for vacant offices.
  2. Solicit recommendations for nominations from the entire membership in a timely manner.
  3. Nominate at least two candidates for each office.
  4. In the event that two viable candidates cannot be found for the ballot, the immediate past president will present the name of the one candidate to the Board of Directors for approval to run one candidate, unopposed. It is expected that every effort will be made to secure two candidates for each office.
  5. Other nominations may be made by any group of ten (10) active members who sign a nominations petition.
  6. Nominations sent to all active members at least six (6) weeks prior to the annual business meeting shall be voted upon by electronic ballot and returned to the immediate past president no later than two (2) weeks prior to the annual business meeting.
  7. To conduct the election of officers.
  8. To notify the candidates in a timely manner as to the results of the elections.
  9. To report the results of the elections to the president and the Board of Directors following notification of the candidates.
  10. To report the election results at the annual business meeting.
  11. To serve as representative to the CEC Representative Assembly.
  12. To assume other duties as designated by the president.

- F. The powers and duties of the division's representatives to the CEC Representative Assembly shall be:
1. To represent the division at meetings of the CEC Representative Assembly and to participate in balloting and other activities necessary to the functioning of the CEC Representative Assembly.
  2. To report regularly to the division's Board of Directors and general membership on activities of the Representative Assembly and CEC.
  3. To communicate issues and concerns from the division to the CEC Representative Assembly.
  4. To inform the division about the disposition of Representative Assembly issues and advice forwarded to the CEC Board of Directors.

**ARTICLE VII  
BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE**

- A. The president, president-elect, immediate past president, secretary, treasurer, the division's representative to the CEC Representative Assembly, and appointed position representatives (Membership and Governmental Affairs Representative, Newsletter Editor, and Webmaster). No single member is allowed more than one vote.
- B. A simple majority of the Board of Directors, three (3) of whom must be elected officers, shall constitute a quorum.
- C. The Board of Directors shall meet at least once per year, the meeting to be called by the president.
- D. The Executive Committee shall consist of the elected officers (president, president-elect, secretary, and treasurer), and the immediate past president.

**ARTICLE VIII  
MEETINGS**

**Section 1. Meetings**

- A. A minimum of one open annual business meeting shall be held at the CEC Convention.
- B. Only members of the division in good standing are permitted to vote.
- C. The annual business meeting shall consist of:
  - 1. Report of the division activities and other matters of concern by the president;
  - 2. Minutes of the previous meeting;
  - 3. Report by the treasurer;
  - 4. Approval of budget and program for the coming year;
  - 5. Reports by all officers and committees;
  - 6. Report of CEC activities that concern the division;
  - 7. Such other matters as are of interest and concern to the division.

**Section 2. Conferences**

The Board of Directors shall have the power to conduct conferences in addition to the annual business meeting.

**Section 3. Quorum**

A simple majority of the Board of Directors shall constitute a quorum at a regular or specially called meeting. At least three (3) of those present must be officers.

**ARTICLE IX  
COMMITTEES**

**Section 1. 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, not to exceed three years in duration.

**Section 2. Appointed Positions to the Board**

All Appointed Positions shall:

Serve as voting members of the Board of Directors.

- 1. Submit an annual report of the activities of the committee and other reports as requested by the president.
- 2. Assume other duties as designated by the president and/or the Board of Directors.

3. Provide a smooth and informed transition to his/her successor.
4. Prepare articles for submission to the newsletter editor related to the committee charge.
5. Will be appointed for a two-year term. This term begins with the incoming president.

A. The Membership Representative shall:

1. Maintain a current record of members and provide all officers and committee chairs with membership information as requested.
2. Formulate plans to be approved by the Board of Directors for membership recruitment, retention, and growth of the division.
3. Conduct activities related to said plans with the direction and approval of the president and the Board of Directors, including activities at CEC's annual convention.
4. Submit a written report of the activities conducted to maintain and increase membership prior to the annual business meeting and as requested by the president and/or the Board of Directors.
5. Identify potential subdivision sites.
6. Send the procedures approved for the organization of the subdivision to the state/provincial contact.
7. Send examples of necessary documents (letter of intent, constitution, memorandum of understanding, data sheet) to the state/provincial contact.
8. Maintain contact with the established subdivisions.
9. Present finalized applications to the Board of Directors for approval.
10. Present CEDS approved applications to CEC for subdivision recognition.
11. Coordinate with Newsletter Editor the distribution of newsletter to current members.
12. To serve as representative to the CEC Representative Assembly

B. The Governmental Relations Representative shall:

1. Serve as Children's Action Network (CAN) representative for the division.
2. Disseminate information related to national, state, and provincial legislative, regulatory, and judicial actions.
3. Participate in the CAN activities sponsored by CEC.

C. The Newsletter Editor shall:

1. Solicit newsletter information from each member of the Board of Directors.
2. Compile submissions and create a newsletter for members 4 times per calendar year.
3. Collaborate with the Hammill Institute in publishing newsletter.
4. Coordinate with Membership Representative the distribution of newsletter to current members.

D. The Webmaster shall:

1. Maintain a current website for members
2. Coordinate and solicit updates for the website from the Secretary.

## **Section 8. Duties of Ad Hoc Committees**

Ad Hoc Committees shall:

- A. Carry out the charge assigned.
- B. Submit annual, final, and other reports as requested by the president or the Board of Directors.
- C. Attend the meetings of the Board of Directors or other bodies at the discretion of the president and/or the Board of Directors as non-voting members.

## **ARTICLE X AWARDS OF THE DIVISION**

The following awards (when applicable) will be presented at the CEC Conference during the CEDS Business Meeting.

1. Member of the Year. The Membership Chair will solicit from the current members nominations for Member of the Year. Upon meeting the criteria below, the Membership Chair will present the President with his/or recommendation of the person selected for the award prior to the convening of the conference.
2. Solicitations of Members will include the following criteria.
  - a. Member who is in good standing of CEDS.
  - b. A minimum of one Letter/Email of Support recommending the nominated individual for the award.
3. James Poteet Award. The James Poteet Award is awarded with sole discretion of the President. The intention of this award is to present an eligible person who is highly regarded in the field of assessment with recognition of his/her service. The awardee may or may not be a member in good standing of CEDS.

## **ARTICLE XI DURATION AND DISSOLUTION**

The duration of the division shall be perpetual unless the officers of the division unanimously determine that it should be dissolved. Upon the dissolution and final liquidation of the division, the officers shall, after paying or making provision for the payment of all debts and liabilities of the division, distribute all its assets to either:

- A. The headquarters of The Council of Exceptional Children (a non-profit organization) with a request that they be retained in an account and made available to the division should it ever be re-organized; or
- C. The Foundation for Exceptional Children, a nonprofit, tax-exempt public foundation which operates to advance the education of exceptional children and youth; or
- D. Another unit of CEC that is active or conducts programs and activities consistent with those as described in Article II of the Constitution and Bylaws.

## **ARTICLE XII PARLIAMENTARY PROCEDURE**

The rules of parliamentary practice comprised in Roberts Rules of Order (latest edition) shall govern the proceedings of this division subject to the special rules which have been, or may be, accepted.

## **ARTICLE XIII AMENDMENTS**

### **Section 1. Submission of Proposed Amendments**

Proposed amendments to the constitution must be petitioned by ten (10) active members and circulated to the active membership within six (6) months thereafter, subject to a vote as designated on the ballot. All amendments must be submitted to the president.

### **Section 2. Voting**

This constitution and bylaws may be amended by either an electronic, mail, or voice vote and must pass by a two-thirds majority of the members voting.