

Revised June 2025

CONSTITUTION AND BYLAWS
of the
TEXAS COUNCIL FOR EXCEPTIONAL CHILDREN (TCEC)
A UNIT OF THE COUNCIL FOR EXCEPTIONAL CHILDREN (CEC)

PART ONE: CONSTITUTION

ARTICLE I NAME

The name of this organization shall be The Texas Council for Exceptional Children, also known as Texas CEC or TCEC.

ARTICLE II PURPOSE

The Texas Council for Exceptional Children is formed exclusively for charitable, educational, and scientific purposes, within the meaning of I.R.C. 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). The primary purpose of the Texas Council for Exceptional Children shall be to advance the education of individuals with exceptionalities and to promote related educational, scientific, and charitable purposes. Specifically, this unit 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.

ARTICLE III MEMBERSHIP

Section 1. Qualifications

Membership shall consist of professional personnel and other persons interested in the education of individuals with exceptionalities.

Section 2. Minimum Membership Requirement

The Texas Council for Exceptional Children shall maintain a minimum of one hundred (100) paid members who shall meet the membership qualifications established by the CEC Board of Directors, unless exempted by special action of the CEC Board of Directors.

Section 3. Unified Membership

The Texas Council for Exceptional Children shall consist of all members of CEC affiliated with the state of Texas. This unit may not accept enrollments for state membership only.

Section 4. Membership Term

The policy pertaining to the membership year shall be consistent with the policy of CEC.

ARTICLE IV ORGANIZATION

Section 1. Relationship to the Council for Exceptional Children

The Texas Council for Exceptional Children shall be affiliated as an official State unit of CEC.

Section 2. Fiscal Year and Administrative Term

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

ARTICLE V ASSESSMENTS AND DUES

Section 1. Special Assessments

Special assessments may be levied by a majority vote of those present at the meeting when this matter is considered, provided there is a quorum.

Section 2. Payment of Dues

Annual dues to CEC 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 dropped from membership in the organization.

ARTICLE VI OFFICERS

Section 1. Elected Positions

The officers of The Texas Council for Exceptional Children shall be duly elected by the membership and consist of a president, president elect, immediate past president, vice president, secretary, and treasurer. The officers should represent to the best of their ability the various ethnic groups comprising the membership, geographic areas, professional positions, and areas of exceptionality.

Section 2. Prerequisite to Nomination and Election

All officers must be members in good standing of CEC at the time of their nomination and remain so throughout the duration of their term of office.

Section 3. Election of Officers

The officers of The Texas Council for Exceptional Children shall be elected by the membership from those members in good standing. Each member shall have one vote. The Nominations and Elections Committee, chaired by the Immediate Past President, nominates the slate of officers and oversees the entire election process. A notice will be sent to the membership via email that members in good standing may submit nominations to the Nominations and Elections Committee. Voting will be facilitated by the Nominations and Elections Committee and held via electronic means. The Membership and Engagement Committee shall cross-reference all votes with a current listing of members. The Nominations and Elections Committee will maintain a record of all votes. Elections will be determined by a majority vote. The Nominations and Elections Chair will notify the President to submit the names of those elected. The Communications Committee shall announce the elected officers electronically. The new officers will assume their positions on July 1st.

Section 4: Term of Office

The immediate past president, president, president elect, vice president, and secretary shall serve one-year terms, which shall coincide with the fiscal year, July 1 through June 30. The treasurer shall serve a two-year term. The president and president elect shall serve as representatives to the CEC Representative Assembly during the term of their office. If either the president or president elect is unable to serve as a unit representative to the CEC Representative Assembly, the president of TCEC may appoint a designated representative to attend in place of the president or president elect.

Section 5. Succession

The president elect shall automatically succeed to the presidency at the expiration of the president's term of office, the vice president shall succeed to the role of president elect at the expiration of the president elect, and the president shall succeed to the role of immediate past president at the expiration of the presidential term.

Section 6. Vacancies

- A. If a vacancy occurs in the office of president, the president elect shall serve as acting president for the remainder of the term of office and shall become president at the beginning of the new term. If a vacancy occurs in the office of president elect, the vice president shall serve as acting president elect for the remainder of the term of office and shall become president elect at the beginning of the new term.
- B. A vacancy occurring in any office except president and president elect shall be filled by an appointment of the president, with the approval of the Executive Board for a member

to serve only until the end of the current administrative year or until replaced by a duly elected successor.

Section 7. Removal from Office

- A. A petition for the removal of an officer shall be signed by at least five members of the Texas Council for Exceptional Children and submitted in writing to the president. If the president is the subject of the petition, it shall be presented 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, provided there is a quorum, is necessary for the removal of the officer. Removal from office is effective immediately.
- D. The officer being considered for removal shall be provided with the results of the Executive Board action in writing within seven days.
- E. Upon receipt of written notification of removal, the officer concerned shall have fifteen days to submit to the president (or president elect) written notice of appeal.
- F. Within seven days following receipt of a valid written notice of appeal, the president (or president elect) shall, in writing, call for the appointment and meeting of an Appeal Board. The Appeal Board shall consist of one representative from each active chapter within The Texas Council for Exceptional Children, selected by the respective chapter's membership. It shall meet within 30 days following receipt of the notice of appeal. The president (or president elect) shall serve as the nonvoting chairperson of the Appeal Board.
- G. At the meeting of the Appeal Board, 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 to overturn the Executive Board's decision and reinstate the removed officer. Reinstatement is effective immediately.
- H. The officer whose appeal has been considered shall be provided with the results of the Appeal Board action in writing within seven days.

ARTICLE VII EXECUTIVE COMMITTEE & GOVERNING BOARD

Section 1. Composition

- A. The Executive Committee shall consist of the elected officers (i.e., immediate past president, president, president elect, vice president, secretary, and treasurer) of Texas Council for Exceptional Children.
- B. The Governing Board shall consist of the members of the Executive Committee (elected officers) as well as the chairs of the standing and ad hoc committees.

Section 2: Meetings

The president, with the approval of the Executive Committee, shall appoint the chairs of the standing committees with the exception of the Nominations and Elections. The immediate Past President shall serve as chair of the Nominations and Elections Committee.

Section 3: Quorum

- A. One-half of the membership of the Executive Committee shall constitute a quorum that is required for Governing Board meetings, the annual business meeting, or special meetings.
- B. Additionally, ten percent of the Governing Board shall constitute a quorum at governing board meetings, the annual business meeting, or special meetings to include the Governing Board.

ARTICLE VIII COMMITTEES

Section 1: Standing Committees

Standing committees shall be professional development (e.g., knowledge and skills, conference planning), policy and advocacy (e.g., network with TEA, LEA outreach, chair is the CAN rep), communications (e.g., outreach via social media, website management, electronic communications), and membership engagement (e.g., networking, membership maintenance, awards, SCEC). Each committee will be comprised of CEC members in good standing.

Section 2: Appointment of Committee Chairs

The president, with the approval of the Executive Committee, shall appoint the chair(s) of the standing committees. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 3: Professional Development Committee Composition

The Professional Development Committee shall include the Professional Development Chair and President-Elect. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 4: Policy and Advocacy Committee Composition

The Policy and Advocacy Committee shall include the Policy and Advocacy Chair(s) and the Vice President. The Policy and Advocacy chair(s) will serve as the Children and Youth Action Network (CAN) Coordinator. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 5: Communications Committee Composition

The Communications Committee shall include the Communications Chair(s) and the Secretary. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 6: Membership and Engagement Committee Composition

The Membership and Engagement Committee shall include the Membership Chair(s), of which, one co-chair should be a student representative, and the Treasurer. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 7: Nominations and Elections Committee

The Nominations and Elections Committee shall be chaired by the immediate past president. Additional members will be comprised of volunteer Texas CEC members in good standing.

Section 8: Ad Hoc Committees

Ad hoc committees may be established, and their functions assigned, at the discretion of the President. The president shall inform the board. Such an establishment must clearly indicate the purpose and length of service of the committee.

**ARTICLE IX
ELECTION PROCEDURES**

Section 1: Ballot

The ballot will be prepared by the Nominations and Elections Committee. Directions and information on the candidates will be sent electronically.

**ARTICLE X
MEETINGS**

Section 1: Annual Business Meeting

There shall be an annual business meeting of the state unit convened by the President. This may be conducted in either a face-to-face or electronic format. Agenda items, other than the election of officers, will take place at the business meeting. Items requiring action will be determined by a majority vote of those in attendance at the annual business meeting.

Section 2. Meetings of the Governing Board

There shall be a minimum of three meetings of the Governing Board annually.

Section 3: Special Meetings

The President, with the consent of the Executive Committee, may call special meetings.

**ARTICLE XI
DURATION AND DISSOLUTION**

The duration of the state unit shall be perpetual unless the officers of the state unit unanimously determine that it should be dissolved. The Past President or appointee shall inform the membership that the unit is to be dissolved. Upon the dissolution and final liquidation of the state unit, the officers shall, after paying or making provision for the payment of all the debts and liabilities of the state unit, distribute all of its assets to the Council for Exceptional Children, a nonprofit, tax- exempt 501(c)(3) organization, to apply to one or more of its programs that may include:

- A. Awards such as “Teacher of the Year” or “I Can.”
- B. The “In Remembrance Of...” Fund in honor of an individual to support the activities and programs of The Council; and/or
- C. The “General Council Fund” supports the activities and programs of The Council.

Upon the dissolution of this organization, if the above-named organizations no longer exist, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

1. 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 Texas Council for Exceptional Children should it ever be reorganized; or
2. Contribute them to the Foundation for Exceptional Children, a non-profit, tax-exempt public foundation that operates to advance the education of children and youth with exceptionalities.

Under no circumstances shall any of the property or assets of the unit be used during its existence or upon the dissolution thereof, go and be distributed to any officer, member, employee, or subsidiary of this Unit.

ARTICLE XII

PARLIAMENTARY PROCEDURE

The rules of parliamentary practice in Robert’s Rules of Order, Newly Revised, latest edition, shall govern the proceedings of the Texas Council for Exceptional Children, subject to the special rules, which have been or may be adopted.

ARTICLE XIII

AMENDMENTS

Section 1. Submission of Proposed Amendments

Any proposed amendment to this Constitution and Bylaws shall be submitted in writing to the Secretary for the Governing Board to review..

Section 2. Review by Governing Board

The Governing Board shall review all proposed amendments with recommendations.

Section 3. Referral to the Membership

All proposed amendments shall be submitted to the Governing Board not less than 30 days prior to voting on the amendment. A majority of votes cast will determine whether an amendment passes or fails. Voting shall be conducted by electronic means.

Section 4. Final Action

This Constitution and Bylaws may be amended by electronic vote and must pass by a two-thirds majority of the votes cast.

PART ONE: BYLAWS

ARTICLE I NAME

The name of this organization shall be the Texas Council for Exceptional Children, also known as Texas CEC as well as TCEC.

ARTICLE II PURPOSE

The principal purpose of this organization shall be to advance the welfare and education of exceptional individuals.

ARTICLE III MEMBERSHIP

The classifications of membership shall align with the national CEC.

ARTICLE IV ORGANIZATION

Texas CEC is a unit of the Council for Exceptional Children. The fiscal year shall be July 1- June 30.

Section 1. Relationship of Chapters to the Texas Council for Exceptional Children

Chapters are local units composed of Texas Council for Exceptional Children members in a variety of settings such as school systems, metropolitan areas, public or private schools, colleges or universities, etc. Through the volunteer efforts of chapter officers, members, and others, specific programs are developed and implemented to further advance the education of children and youth with exceptionalities and to support the work of special education professionals.

Section 2. Types of Chapters

There are two types of chapters: professional and student, depending on whether the majority of members are comprised of professional members or student members. Both types of chapters are entitled to equal benefits, privileges, and responsibilities within the Texas Council for Exceptional Children.

Section 3. Chapter Requirements

A local chapter of The Texas Council for Exceptional Children must meet and maintain criteria established by the Council for Exceptional Children. Student CEC chapters shall follow their campus requirements.

ARTICLE V ASSESSMENTS AND DUES

The unit shall receive from the Council for Exceptional Children monies, which are sent annually as rebates for the total membership. Chapters can request their share of these rebates when they submit an annual report, including activities, and copy of the budget, and a list

of current officers with member IDs and addresses.

ARTICLE VI OFFICERS

Duties of Officers

The powers and duties of the President shall be:

1. To serve as chief executive officer of The Texas Council for Exceptional Children with the powers and duties usually belonging to such a position;
2. To give leadership to general policymaking and carry out the directives of the membership;
3. To call and preside at meetings of the Executive Committee, Governing Board, annual business meeting, and any special meetings. The meetings may be either virtual or face-to-face;
4. To recommend chairs of standing committees, with the approval of the Executive Committee;
5. To serve as an ex-officio non-voting member of all committees;
6. To recommend to the Executive Committee the types of ad hoc committees and other appointive bodies needed;
7. To prepare and submit the annual set of assurances to CEC;
8. To assume the responsibilities of one of the Texas CEC unit's representatives to the CEC Representative Assembly; and
9. To inform the CEC headquarters office of any amendments to the Constitution and Bylaws.

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 facilitate the planning of professional development activities, such as, but not limited to an annual conference, webinars, in-person networking.
3. To plan other meetings according to the policies and directives of the Executive Committee; and
4. To assume the responsibilities of one of the TCEC unit's representatives to the CEC Representative Assembly.

The powers and duties of the Vice-President shall be:

1. To serve in the place of, and with the authority of, the president in case of absence or inability to serve by the president and president-elect; and
2. To serve as a member of the Policy and Advocacy Committee

The powers and duties of the Immediate Past-President shall be:

1. To assist the President and perform such other duties as may be assigned to the office;
and
2. To serve as chair of the Nominations and Elections Committee.

The powers and duties of the Secretary shall be:

1. To keep a careful record of the proceedings of each meeting of the Executive Committee and Governing Board and the annual business meeting;
2. To carry on correspondence as necessary for the operation of the unit;
3. To assume custody of all records except those specifically assigned to others;
4. To keep accurate lists of the Executive Committee, Governing Board members, and committee members;
5. To have available copies of the Constitution and Bylaws, and minutes of all meetings of committees, assemblies, and conventions;
6. To transfer all records to the new secretary at the time of installation; and
7. To assist the President with the development of the meeting agendas.

The powers and duties of the Treasurer shall be:

1. To serve as custodian of the funds of Texas CEC;
2. To pay out money for expenses approved by the Executive Committee and on authorization of the president;
3. To make an annual report of the financial status of the Texas Council for Exceptional Children to the Executive Committee and at the annual business meeting;
4. To prepare and submit an annual budget for approval by the Executive Committee;
5. To submit a record of all monies collected and expended to the accounting firm/bookkeeper for auditing; and
6. To transfer all monies and records to the new treasurer within 15 days after installation.

The powers and duties of the Representatives (i.e., President and President-Elect) to the CEC Representative Assembly shall be:

1. To represent the Texas Council for Exceptional Children at meetings of the Representative Assembly and to participate in balloting and other activities necessary to the functioning of the Representative Assembly;
2. To report regularly to the TCEC Governing Board and general membership on activities of the Representative Assembly and CEC;
3. To communicate issues and concerns from TCEC to the CEC Representative Assembly;
4. To inform TCEC about the disposition of Representative Assembly issues and advice forwarded to the CEC Board of Directors; and
5. To take other specific directions from TCEC concerning the activities of the CEC Representative Assembly.

ARTICLE VII EXECUTIVE COMMITTEE

Duties of the Executive Committee

The Duties of the Executive Committee shall be:

1. To serve as the administrative policy-making body of Texas CEC;
2. To act upon such official recommendations and petitions as may be received;
3. To adopt an annual budget with recommendations from the Governing Board;
4. To recommend policies and programs to the membership with recommendations from the Governing Board;
5. To determine the publications/professional development/additional resources that should be issued with recommendations from the Governing Board;
6. To approve the professional development plan, including the type of activities, location, registration fees, and topics, with recommendations from the Governing Board;
7. To assume such other responsibilities as are, or as shall be, assigned through the Constitution and Bylaws or requested by the majority of the membership;
8. To conduct a broad active program consistent with the Council's core purpose and values, and strategic direction, with recommendations from the Governing Board; and
9. Create, update, review, and evaluate strategic plan, goals, constitution, and by-laws with recommendations from the Governing Board.

ARTICLE VIII COMMITTEES

Section 1. Duties of Standing Committees

The duties of the Professional Development Committee shall be:

1. To create recommendations for Professional Development activities
2. To develop the program for the annual conference, including presentations, speakers, registration, and evaluations;
3. To assemble a local arrangements committee in the city where the annual conference will be held;
4. To assemble a program proposals committee to review proposals and select presentations;
5. To submit publicity about the annual meeting to the Communications Committee; and
6. To submit an action plan and annual report to the Governing Board.

The duties of the Policy and Advocacy Committee shall be:

1. To develop a political action program under the direction of the Governing Board;
2. To disseminate information pertinent to national and state public policy;
3. To support CEC Headquarters in its policy and advocacy efforts and campaigns;
4. To have the chair serve as the Children's Action Network (CAN) representative to CEC;
5. To submit articles on state legislative activities pertaining to Special Education to the Communications Committee
6. To be a representative to the Texas Education Agency and Local Education Agencies; and
7. To submit an action plan and annual report to the Governing Board.

The duties of the Communications Committee shall be:

1. To recommend to the Governing Board publications to be issued;
2. To plan and develop publicity that will give recognition to State unit activities and members;
3. To maintain the Texas CEC website (including chapter lists), electronic communications, and social media platforms;
4. To work with officers and committee chairs on necessary publicity; and
5. To submit an action plan and annual report to the Governing Board.

The duties of the Membership and Engagement Committee shall be:

1. To maintain a list of current members and to provide this list to officers and committee chairs upon request;
2. To maintain an active program for the recruitment of new members and the renewal of members;
3. To support CEC Headquarters in its follow-up of membership renewals and member recruitment, and retention programs;
4. To solicit participation and communicate with all student chapters;
5. To structure the application dates for Texas CEC awards to conform to CEC's awards guidelines, to permit submission (with recommended enhancements as needed) for CEC awards where applicable;
6. To recognize the recipients of the Texas CEC awards through the communications committee;
7. To submit Texas CEC award recipients as nominees for CEC awards, where applicable, as per National awards specifications;
8. To contact CEC Headquarters to get the names of Texas, "Yes I Can" winners so they can be recognized at the annual meeting by collaborating with the Communications Committee; and
9. To submit an action plan and annual report to the Governing Board.

The duties of the Nominations and Elections shall be:

1. To create a committee that may include existing board members, as well as other members of the organization, to aim for adequate representation across the state;
2. To prepare annually a slate of candidates for the positions of Vice President, Secretary (even numbered years), and Treasurer (odd numbered years);
3. To present the slate to the membership;
4. To present information on the candidates electronically when the slate is presented; and
5. To verify that all nominees, including write-ins, are members in good standing of the Council.