

## **CONSTITUTION**

### **The Arc of Katy**

#### **ARTICLE I: NAME**

The name of this organization shall be The Arc of Katy.

#### **ARTICLE II: PURPOSE**

**SECTION 1.** The purposes of this Association are:

1. To promote the general welfare of all people with cognitive, intellectual and developmental disabilities.
2. To foster the development of programs in their behalf.
3. To encourage research related to cognitive, intellectual and developmental disabilities.
4. To provide support, information and encouragement for parents, families and caretakers of people with cognitive, intellectual and developmental disabilities.
5. To develop a better public understanding of the problems of people with cognitive, intellectual and developmental disabilities.
6. To cooperate with all public and private groups, agencies or organizations in the furtherance of these ends.
7. To associate with and support financially the State and National components of the Association to promote the common cause.
8. To serve locally as a clearinghouse for information on cognitive, intellectual and developmental disabilities and associated problems.
9. To solicit funds for the accomplishments of the above purposes.

**SECTION 2.** This Association is a non-profit, non-political, non-sectarian organization. No part of any earnings shall inure to the benefit of any member, and no officer or director of the Association shall receive any compensation for his services as an officer or director.

#### **ARTICLE III: MEMBERSHIP**

Membership shall be to open all people sympathetic to the purposes of the Association.

**ARTICLE IV: OFFICERS**

The officers shall be a president, a vice-president, a recording secretary, a corresponding secretary, and a treasurer. There shall be at least three (3) directors. No employee of the Association may serve as an officer, director, committee member or delegate.

**ARTICLE V: AREA OF ACTIVITY**

The area which the Association serves lies within the boundaries indicated on a map filed with the original signed and adopted constitution. These boundaries within the State of Texas include the area served by Katy Independent School District.

**ARTICLE VI: CORPORATE STANDING**

This Association shall be incorporated as a non-profit corporation under the applicable laws of the State of Texas.

**ARTICLE VII: DISSOLUTION**

In the event the Association is dissolved as a corporation within the State of Texas, and ceases to exist for the stated purposes, such certification and dissolution shall be filed with the Secretary of State, according to the statutes of the state for the dissolving of non-profit corporations, and all property and assets shall revert to The Arc of Texas or to an agency serving persons with mental retardation which has been granted exemption from Federal Income Tax under the provisions of 501(c)3 of the Internal Revenue Code of 1954, as from time to time amended, or to the state or federal government for exclusively public purposes.

**ARTICLE VIII: AMENDMENTS**

This constitution may be amended with an affirmative vote of two-thirds (2/3) of the general membership present at a meeting called for the purpose. The proposed amendment shall have been certified by the Board of Directors of the local Association. It shall then be presented in writing to the general membership three (3) weeks prior to the meeting.

This is the current constitution approved and adopted by the membership on \_\_\_\_\_.  
(date)

(Signed)\_\_\_\_\_ (Signed)\_\_\_\_\_  
President Secretary

**BYLAWS**  
**The Arc of Katy**

**ARTICLE I. MEMBERSHIP**

**SECTION 1.** Membership may be obtained on application to the Chair of the Membership Committee.

**SECTION 2.** Membership may be on either an individual or a family basis. A family membership shall entitle both the head of the family and the spouse to hold office and to vote.

**SECTION 3.** Members whose dues have not been waived and who are in arrears for one year shall be dropped from the membership roll.

**SECTION 4.** A member in good standing is one whose dues are neither delinquent nor waived.

**SECTION 5.** Members in good standing shall be eligible to hold office and to vote (but only in person) on all questions at general membership meetings.

**SECTION 6.** Control of this Association shall rest with the membership. Any action of the Board of Directors shall be subject to review by the membership on request of any member at a regular meeting or at a special meeting called for the purpose. Any action of the Board of Directors may be altered or rescinded with an affirmative vote of two-thirds of the membership, provided no rights of third parties are affected.

**SECTION 7.** Any member whose actions are prejudicial to the interests of The Arc of Katy or of people with cognitive, intellectual or developmental disabilities may be expelled as follows:

A member may bring written complaint against another member, and submit it to the President. The complaint shall present evidence to substantiate the accusation. The President shall notify the affected member that such an action will come before the association's directors, a summary of the evidence is offered in support of the action, as well as the time, date and place the directors will meet to consider the action; written notice will be provided to the member at least thirty (30) days prior to the date action will be considered and an opportunity provided to show cause why the member should not be suspended or expelled. Upon an affirmative three-fourths vote of the board of directors at a meeting with a quorum, the affected member will be expelled. The affected member shall have the right to appeal the decision to the general membership. On receipt of the appeal the president shall call a special meeting with thirty days at which the membership may overrule the decision of the board of directors by an affirmative vote of three-fourths (3/4) of the membership present. A quorum must be present.

**ARTICLE II. DUES**

**SECTION 1.** Members shall pay yearly dues, the amount to be determined by the Board of Directors. This amount shall include dues to the State and National components. A family membership shall be considered a single membership paying dues to the State and National components of the Association.

SECTION 2. Dues may be waived in specific cases by the Board of Directors when the payment of dues would constitute a hardship.

### **ARTICLE III. MEETINGS**

SECTION 1. Regular meeting of the membership at least three (3) times a year on dates set by the Board of Directors, unless the membership shall vote to omit or alter the date of certain meetings. Members shall be notified at least two weeks in advance of all meetings.

SECTION 2. The regular membership meeting in May shall be designated as the Annual Meeting for the election of officers and directors. It may not be omitted.

SECTION 3. Special meetings may be called by the President or on written application of five members made to the Recording Secretary who shall mail notices to all members not less than one week prior to the meeting, stating the purpose of the meeting. No other business may be transacted at a special meeting.

SECTION 4. A quorum shall consist of fifteen percent (15%) of the total number of members in good standing or five (5) members in good standing, whichever is greater. No proxy voting is allowed nor are proxies allowed for the quorum.

### **ARTICLE IV. FISCAL YEAR**

The fiscal year shall begin January first and end December thirty-first.

### **ARTICLE V. BOARD OF DIRECTORS**

SECTION 1. The Board of Directors shall consist of the elected officers, the immediate past president and the directors.

SECTION 2. All members in good standing shall have the right to attend and speak at meetings of the Board of Directors but shall not vote unless they are also members of the Board.

SECTION 3. The Board of Directors shall hold a meeting once a month unless a majority of the Board votes not to have one.

SECTION 4. Special meetings of the Board may be called on not less than twenty-four (24) hours notice by the President, by the Recording Secretary or upon the written request of three (3) Board members.

SECTION 5. A majority of the voting members of the Board of Directors present in person shall constitute a quorum.

SECTION 6. The Board of Directors shall be responsible for the conduct of the business of the Association and shall be empowered to employ and prescribe the duties of professional personnel as required to administer the affairs of the Association. The Board of Directors shall exercise all powers inherent in the Association except those expressly reserved to the membership.

## **ARTICLE VI. TERMS OF OFFICE**

Section 1. The officers of the Association shall serve for a term of two years beginning July first following their election, or until the qualification of their successors. The terms of the officers are staggered in the following manner: President and Recording Secretary are elected in even numbered years and Vice President, Corresponding Secretary and Treasurer are elected in odd numbered years.

Section 2. Directors shall serve for a term of two years, beginning July first following their election, or until the qualification of their successors.

Section 3. No person may be elected to the same position for more than three (3) consecutive terms.

Section 4. All vacancies in the elective positions, except that of President, shall be filled for the unexpired term by persons elected by the Board of Directors.

## **ARTICLE VII. DUTIES OF OFFICERS**

SECTION 1. The President shall preside at all meetings of the Association and the Board of Directors. The President shall appoint the Chair of all committees, with the approval of the Board, and supervise directly or indirectly their work, except the Nominating Committee. The President may appoint special committees as required. The President shall act as the executive officer of the Association, and in general perform the duties usually associated with the office of president. The President shall present an annual report to the membership immediately following the close of the fiscal year and be responsible for its being sent to State and National components along with the audited financial report, at the time required by the Association for Retarded Citizens at the state and national levels.

SECTION 2 The Vice President shall succeed to the Presidency in case of a vacancy in that office and shall perform the duties of the President in his absence of disability. The Vice president shall undertake such other responsibilities as the President may assign.

SECTION 3. The Recording Secretary shall maintain a record of the proceedings of all meetings of the membership and the Board of Directors. The Recording Secretary shall be the custodian of all records of the Association other than financial records. The Recording Secretary shall file with the state Association two copies of the constitution and bylaws when amended.

SECTION 4. The Corresponding Secretary shall handle all correspondence and publicity for the Association and chair the Publicity and Public Relations Committee. The Corresponding Secretary will be responsible for organizing mailings, advertisements and other forms of communication for the Association. The Board of Directors may choose to combine the offices of Corresponding Secretary with the Recording Secretary by a majority vote prior to the Annual Meeting for the election of officers and directors.

SECTION 5. The Treasurer shall receive all revenues of the Association and maintain a complete and accurate account of all funds. The treasurer shall deposit and disburse all such funds. The Treasurer shall be bonded in an amount to be determined by the Board of Directors. The Treasurer shall present an annual report to the membership immediately after the close of the fiscal year listing all receipts and disbursements by budget categories. The Treasurer shall be responsible for sending State and National dues and membership lists to the State Association.

## **ARTICLE VIII: ELECTIONS**

**SECTION 1.** There shall be a Nominating Committee composed of three members. One member shall be appointed by the Board of Directors from among its members. The other two members shall be elected by membership at a regular membership at least two months prior to the Annual Meeting. The membership shall elect one of these three as Chair.

**SECTION 2.** The Nominating Committee shall prepare a slate of candidates for election as officers and directors and shall secure the consent of the nominee. It shall report its nominations to the Board of Directors at their regularly scheduled meeting one month before the Annual Meeting.

**SECTION 3.** Officers and directors shall be elected at the Annual Meeting and shall take office on July first following their election.

**SECTION 4.** Nominations shall be permitted from the floor. All nominees, whether nominated by the committee or from the floor, shall be members in good standing who have given consent to their nomination.

## **ARTICLE IX. STANDING COMMITTEES**

**SECTION 1.** The standing committees shall be Membership and Audit.

**SECTION 2.** The Board of Directors may appoint other committees as deemed necessary. These committees may include but not be limited to those described in Article X of these Bylaws.

**SECTION 3.** Terms of all committee members shall expire on June thirtieth of each year.

## **ARTICLE X. DUTIES OF COMMITTEES**

### **SECTION 1. MEMBERSHIP COMMITTEE**

This committee shall be responsible for informing new and potential members about the Association and for receiving applications for membership. It shall keep an up-to-date membership list, including addresses and telephone numbers.

### **SECTION 2. AUDIT COMMITTEE**

This committee shall be either an independent auditor or three persons other than officers of the Association. It shall audit the Treasurer's records immediately following the end of the fiscal year. The President shall send a copy of this audited financial report to the state and national components.

### **SECTION 3. PUBLICITY AND PUBLIC RELATIONS COMMITTEE**

This committee shall acquaint the public with facts on cognitive, intellectual and developmental disabilities and on the activities of this Association. It shall make full use of available press, radio,

newspaper and television facilities. It shall issue a newsletter and operate a speaker's bureau. It shall maintain liaison with the State and National components to insure that accurate and consistent information is given the public. Other committees desiring to have their work publicized shall work through and cooperate with this committee.

#### SECTION 4. PROGRAM COMMITTEE

This committee shall be responsible for planning programs of interest to the membership and/ or the community. It shall be responsible for making the necessary arrangements.

#### SECTION 5. EDUCATION COMMITTEE

This committee shall cooperate with and assist other committees in bringing to members such information as may aid them in guiding and planning for people with cognitive, intellectual and developmental disabilities. It shall serve as liaison with the local public school system.

#### SECTION 6. WAYS AND MEANS COMMITTEE

This committee shall plan and conduct, or provide for, fund raising projects or other means of financial support that will furnish the income needed to finance the Association's activities and to support the State and National components in accordance with their current policies. The committee shall coordinate its activities with those of the State and National components in order to present a united and consistent front to the public, insofar as this is practical.

#### SECTION 7. RESIDENTIAL SERVICES COMMITTEE

This committee shall promote and support the development of an array of in-home supports and out-of-home community living services that will enable people with intellectual and developmental disabilities to live in their home community.

#### SECTION 8. RESEARCH COMMITTEE

This committee shall cooperate with the Research Committee of the State and National components in promoting among the members an understanding of the nature of research, its objectives and its scope. It shall report to the membership on authenticated major research developments affecting people with cognitive, intellectual and developmental disabilities and shall provide a vehicle through which the membership may secure sound information on new findings. It shall keep abreast and report on the program of The Arc National Research Fund and of The Arc National Research, Prevention and Public Health Committee.

#### SECTION 9. LEGAL AND GOVERNMENTAL AFFAIRS COMMITTEE

This committee shall compile information concerning the legal status of people with cognitive, intellectual or developmental disabilities, parental rights, questions of taxation, inheritance, etc., analyze legislative needs and work to coordinate such activity at the state and national levels.

#### SECTION 10. PLANNING COMMITTEE

This committee shall evaluate the programs and services provided for people with cognitive, intellectual and developmental disabilities in the areas served by this Association and shall develop a long-range program covering all affected persons in the area. It shall advise the Board of

Directors with respect to the need to expand existing services and initiate new services, including services by public and private agencies as well as services by the Associates themselves, and shall recommend priorities for such services.

#### SECTION 11. BUDGET COMMITTEE

This committee shall prepare a budget for approval by the Board of Directors for the forthcoming fiscal year and assist the Board of Directors in adjusting the budget. This committee will also serve as an advisory group to the Treasurer in all his/her activities.

#### SECTION 12. DAY PROGRAM COMMITTEE

This committee is responsible for the operation of the Day Program. The Day Program Committee seeks input from Day Program Participants and their families to assure, that as much as possible, the Day Program is meeting their needs and expectations.

Membership of this committee will be a minimum of five (5) members consisting of a minimum of one (1) board member and three (3) parents/guardians/family members of current participants in the Day Program. When possible the Committee shall also include educators, health care professionals and volunteers experienced in working with individuals with intellectual and developmental disabilities. No paid Day Program Staff may serve on the Day Program Committee.

### **ARTICLE XI. RELATIONSHIP WITH STATE AND NATIONAL COMPONENTS**

This Association agrees to maintain membership at the State and National level, to support the association, and to adhere at all times to its policies. This Association further agrees to send annually to the State and National components copies of its annual report and its audited annually financial report, including a list of all income and disbursements, and to support financially the activities of the State and National Association in accordance with their state policies.

### **ARTICLE XII. PARLIAMENTARY AUTHORITY**

ROBERT'S RULES OF ORDER shall govern the conduct of business in all cases in which they are applicable and not in conflict with this constitution or bylaws.

### **ARTICLE XIII. AMENDMENTS**

Any proposed amendment, along with the date it is to be voted upon, shall have been certified by the Membership Committee of the local Association and by the Board of Directors of the local Association. It shall then be presented in writing to the entire general membership at least three (3) weeks prior to the meeting at which it is to be voted upon and an affirmative two-thirds (2/3) vote is required for ratification.

These are the current bylaws approved and adopted by the membership on

\_\_\_\_\_  
(Date)



(Signed) \_\_\_\_\_  
President

(Signed) \_\_\_\_\_  
Secretary