

Division for Research
Council for Exceptional Children
CONSTITUTION AND BYLAWS

ARTICLE I

Name

Section 1. Name and State of Incorporation

The name of this organization shall be the Council for Exceptional Children, Division for Research (CEC-DR). The Division was incorporated under the laws of the state of Virginia on May 4, 1993.

Section 2. Principal Address

The mailing address of the Division is the home address of the Treasurer. The Division address changes may change as determined by the Executive Board from time to time.

ARTICLE II

Purpose and Mission

Section 1. Purpose Statement

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 within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. 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. Division for Research Mission Statement

The CEC Division for Research (CEC-DR) is a division of The Council for Exceptional Children (CEC) devoted to the advancement of research related to the education of individuals with disabilities and/or who are gifted. The goals of CEC-DR include the promotion of equal partnership with practitioners in designing, conducting and interpreting research in special education.

Section 3. Division for Research Commitment

As the CEC Division for Research we are committed to supporting the advancement of research that centers the most pressing educational needs for all children and families from diverse, marginalized, vulnerable, and underrepresented backgrounds.

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ARTICLE III Membership

Section 1. Qualifications

Regular membership shall consist of dues paying individuals engaged in or interested in the education of people with exceptionalities.

Section 2. Student Membership

Student membership shall consist of pre-service students and students continuing their education in this field who are in attendance during the academic year at an accredited college or university.

Section 3. Unified Membership

The policy pertaining to the membership year shall be consistent with the policy of the Council for Exceptional Children. The Division membership shall consist of all members of the Council for Exceptional Children affiliated with the Division for Research. The Division may not accept enrollments for Division membership only.

Section 4. Rights of Membership

All members shall be entitled to all rights and privileges of this Division.

ARTICLE IV Relationship with CEC

Section 1. Relationship to Council for Exceptional Children

Upon approval by CEC, the Division shall be affiliated with the Council for Exceptional Children.

Section 2. Fiscal Year and Administrative Term

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

ARTICLE V Dues

Section 1. Payment of Dues

Annual dues to the Council for Exceptional Children shall be payable in advance before the beginning of the individual's membership year. Members whose dues are not paid by that date shall be dropped from membership in the organization.

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Section 2. Dues

Dues shall be proposed by the Division Executive Board. Approval shall require a simple majority vote at the annual business meeting.

ARTICLE VI Officers

Section 1. Elected Positions

The officers of the Division shall be duly elected by the membership no later than the annual meeting and consist of a Past President, President, President Elect, Vice President, Secretary, and Treasurer.

Section 2. Appointed Positions

The two representatives from the Division to the CEC Representative Assembly shall be appointed by the Division for Research Executive Board.

Section 3. Prerequisite to Nomination and Election

All officers must be members in good standing of the Council for Exceptional Children and this Division at the time of their election and remain so throughout the duration of their term of office.

Section 4. Powers and Duties of Officers

The duties of officers shall be such as are implied by their respective titles and such as are specified in these bylaws.

Section 5. Succession

At the expiration of term of office, the President shall automatically succeed to the Past President position, the President Elect shall automatically succeed to the presidency, and the Vice President shall automatically succeed the President Elect.

Section 6. Vacancies

1. 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.
2. 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.
3. 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 Division Executive Board for a

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member to serve only until the end of the current administrative year or until replaced by a duly elected successor or other exceptions approved by the Executive Board.

Section 7. Duties of Officers and CEC Representatives

1. The powers and duties of the President shall be:

- a. Serve as the chief executive officer of the Unit with the powers and duties usually belonging to such a position; Be the chief executive officer of the Division;
- b. Call and preside at the annual business meeting;
- c. Call and preside at all meetings of the Executive Board;
- d. Appoint, with approval of the Executive Board, chairpersons of committees;
- e. Be an ex-officio member of all committees with the exception of the nominations and elections committee, on which they are a voting member;
- f. Lead, articulate, and implement long-term plans and carry out the directions of the membership;
- g. Submit the annual report to the Council for Exceptional Children by July 1 each year.
- h. Inform CEC of the names of the two representatives to the Representatives Assembly, usually the Vice President and the Knowledge Utilization Committee Chair;
- i. Authorize the Treasurer to make payments on behalf of the Division.

2. The powers and duties of the President Elect shall be:

- a. Serve in the president's place and with their authority in case of the President's absence or inability to serve;
- b. Serve as Divisional program chair for the CEC annual ~~conference~~ convention;
- c. Serve as a member of the Finance and Long-Range Planning Committee;
- d. Develop plans for the year in which they will serve as President;
- e. Assume the responsibilities of one of the Division's representatives to the CEC Representative Assembly, including taking the Representative Assembly's agenda to the Division Executive Board for review and comment or input.

3. The powers and duties of the Past President shall be:

- a. Serve as chairperson of the Nominations and Elections Committee;
- b. Serve on other committees or task forces in such capacities as the President, with approval of the Executive Board, may designate.

4. The powers and duties of the Vice President shall be:

- a. Serve in the place of and with the authority of the president in case of the president's and president elect's absence or inability to serve;
- b. Serve as the chairperson of the Constitution and Bylaws Committee;
- c. Serve along with the Chair of the Knowledge Utilization committee as a member of the PAC CEC Program Advisory Committee (PAC) in planning the CEC Annual Convention

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- Program for the Division for the subsequent year, including attending PAC meetings and coordinating proposal review and session scheduling.
- d. The Vice-President will then serve as Program Chair for the Division's presence at the annual convention during ~~his or her~~ their year as President-Elect.
 - e. Serve on other committees and task forces in such capacities as the President, with approval of the Executive Committee Board, may designate;
 - f. Assume the responsibilities of one of the Division's representatives to the CEC Representative Assembly, including taking the Representative Assembly's agenda to the ~~Division~~ Executive Board.

5. The powers and duties of the Secretary shall be:

- a. Keep a careful record of the proceedings of the annual business meetings and the meetings of the Executive Board; minutes of these meetings are to be submitted to the Executive Board within 21 days after a meeting;
- b. Carry on correspondence necessary for the operation of the Division;
- c. Assume custody of all records except those specifically assigned to others;
- d. Keep accurate rolls of Executive Board and committee memberships;
- e. Transfer all records to the new Secretary at the time of installation;
- f. Act as Historian and preserve all records and documents related to the operation of the Division and its activities (e.g., treasurer reports, minutes, committee reports, position statements), including one-time activities (e.g., taskforce reports).

6. The powers and duties of the Treasurer shall be:

- a. Serve as custodian of the funds of the Division;
- b. Pay expenses approved by the Executive Board and on authorization of the president
- c. Make an annual report of the financial status of the Division to the Executive Board and at the annual business meeting.
- d. Prepare and submit an annual budget for approval by the Executive Board prior to a vote by membership at the annual meeting before the next fiscal year;
- e. Transfer all monies and records to the new treasurer within 15 days after installation;
- f. Serve on the Finance and Long-Range Planning Committee.

7. The powers and duties of the Unit's representatives to the CEC Representative Assembly shall be:

- a. Represent the Division at meetings of the CEC Representative Assembly and participate in balloting and other activities necessary to the functioning of the CEC Representative Assembly;
- b. Report regularly to the Division's Executive Board and general membership on activities of the Representative Assembly and CEC;
- c. Communicate issues and concerns from the Division to the CEC Representative

- d. Inform the Division of the disposition of Representative Assembly issues and advice forwarded to the CEC Board of Directors.

8. The Division's student representatives to the CEC Representative Assembly shall be:

- a. Serve by appointment of one of the following: President, President Elect, Vice President, and Past President
- b. Support the activities of their 'mentor' as they progress through the presidential line.
- c. Participate and lead special topic activities as a group, as proposed by the student members and approved by the Executive Board, or Executive Board.
- d. Participate in all Executive Board (as a non-voting member) and annual meetings.

Section 8. Term of Office

The immediate Past President, President, President Elect, and Vice President shall serve one-year terms. The Secretary will serve a 3-year, renewable term, and the Treasurer will serve a 4-year, renewable term. In the first year of this 4-year term, the treasurer will serve as "incoming treasurer" working with the "outgoing" Treasurer in ~~his/her~~ their final year. Renewable refers to the option for continuing for one additional term, with the option to renew voted upon by the Executive Board (or Presidential Line). If the individual is interested in continuing after the renewed term, they are eligible to run for an additional elected term which would also be renewable. All terms of office shall coincide with the fiscal year; from July 1 to June 30 of the following year.

Section 9. Removal from Office

An officer may be removed by two-thirds of the members voting where a quorum is present or by a majority vote of the Executive Board, if permitted under applicable law. An officer may resign at any time by providing written notice to the Executive Board.

**ARTICLE VII
Executive Board**

The Executive Board shall consist of all elected officers of the Division and the appointed chairpersons of all standing committees. Executive Board meetings shall be called and chaired by the president of the Division.

The Executive Board shall:

- a. Serve as the Division's administrative policy-making body;
- b. Act upon such official recommendations and petitions as may be received;
- c. Vote on matters before the CRC-DR Executive Board;
- d. Approve a preliminary budget for the following fiscal year, as proposed by the Treasurer; to be voted on by members at the annual meeting;

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- e. Recommend policies and programs to the Division's representatives to the Representative Assembly at its annual meeting;
- f. Decide on publications and other communications of the Division that should be issued;
- g. Select the site of any meetings sponsored by the Division;
- h. Assume such other responsibilities as are, or as shall be, assigned through the constitution and bylaws;
- i. Appoint the Division's representatives to the CEC Representative Assembly;
- j. Engage in long-range planning.

ARTICLE VIII

Annual Business Meeting

Section 1. Voting privilege

Each member in good standing of the Division attending the Annual Business Meeting is entitled to one vote with the President voting only in the case of a tie vote.

Section 2. Activities at the Annual Business Meeting

Members at the Annual Business Meeting will receive reports and consider all matters presented.

ARTICLE IX

Committees

Section 1. Standing and Ad Hoc Committees

- a. Standing committees follow the CEC-DR Bylaws.
- b. All ad hoc committees are created with Executive Board approval.
- c. One or more Executive Board members shall participate on each committee.
- d. Committees report to the Executive Board through the chairperson on that committee.
- e. All recommendations and suggestions from committees received through the Executive Board meeting agenda process will be reviewed by the Executive Board.

Section 2. Appointment of Committee Chairpersons

- a. The President, with the approval of the Executive Board, shall appoint the chairpersons of the following standing committees: Membership, Publications and Media, Awards, Knowledge Utilization, Government Relations and Research Advocacy, Diversity, Research and Families of Individuals with Disabilities, and Financial and Long-Range Planning Committee.
- b. The Vice-President shall serve as chairperson of the program committee. The Vice-President shall serve as chairperson of the Constitution and Bylaws Committee.

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- e. The Past President shall serve as chairperson of the Nominations and Elections Committee.
- d. Appointed committee chairs, who do not hold elected office, shall serve 3-year, renewable terms.
- e. Terms of committee chairs should be staggered across committees so that new terms begin on different years. The President, with the approval of the Executive Board, shall appoint chairpersons of ad hoc and task force committees as required.
- f. Such committees shall be charged by the Executive Board and remain active until final report is made to the Executive Board.

Section 3. Appointment of Committee Members

Committee members shall be appointed by the chairperson, subject to approval by the Executive Board.

Section 4. Committee Composition and Terms of Appointment.

- a. All committees will be composed of at least three members in addition to the committee chairperson. Committee chairs and members shall serve 3-year, staggered terms, renewable terms, unless determined otherwise by the Executive Board.
- b. All committee chairs and members shall be active CEC-DR members in good standing.
- c. The nominations and elections committee will be comprised of three members and a chairperson. The Past President shall be the chairperson. Other members should serve for 3 years, staggered terms.
- d. The Publications and Media Committee shall include editors of publications and electronic media (i.e., Webmaster) as well as other members as appointed.
- e. The representative to the Children's Action Network (CAN) for the Division shall serve as the chair of the Government Relations and Research Advocacy committee.
- f. The Vice-President shall be the chair of the Constitution and Bylaws Committee. This committee will support education and implementation of the constitution and Bylaws. In addition, this committee will propose any needed annual changes for consideration.
- g. Committee members must include at least one member on the board, with others having recent board experience.
- h. All committee chairs will prepare an annual written report in writing to the President that would serve as one of our preserved reports/documents. This report is due to the President by June 1st.

Section 5. Responsibilities of Committees

- a. The Membership Committee shall:
 - i. Maintain an active record of members and provide all officers and committee chairpersons with such a list;
 - ii. Maintain an active program for the recruitment of new members, with approval of the Executive Board;
 - iii. Support Council Headquarters in its follow-up of membership renewal;

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- iv. Be responsible for membership transactions with Council for Exceptional Children Headquarters;
 - v. Keep a written record of the activities conducted to maintain and increase membership.
 - vi. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- b. The Publications and Media Committee shall:
- i. Regularly review the publications structure of the Division, including its electronic or media-based programs, and recommend policies and procedures related to its growth and development;
 - ii. Assess the composition of the membership for consideration in determining the scope of the publications program;
 - iii. Recommend to the Executive Board publications and other communications to be issued;
 - iv. Publish a quarterly newsletter, maintain a website, communicate with membership via email, and have a presence in social media each year.
 - v. Communicate and collaborate with all relevant committees and board members to correspond with members of the division.
- c. The Finance and Long-range Planning Committee shall:
- i. Plan and recommend to the Executive Board specific strategies and actions designed to enhance and improve the financial status and capabilities of the division.
 - ii. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- d. The Awards Committee shall:
- i. Plan and implement suitable awards and recognitions as approved by the Executive Board.
 - ii. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- e. The Knowledge Utilization Committee shall:
- i. Make visible and accessible the nature and adequacy of the current knowledge base related to special education and early intervention;
 - ii. Collaborate with other organizations to identify different stakeholder needs

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- for information about the status of the current evidence base related to practices that promote the development and learning of individuals with disabilities;
- iii. Stimulate and support the research-performing community to engage in dialogue about its confidence and concurrence related to the research method and interpretation of published research findings and evidence supporting current policy intention and practice effectiveness.
 - iv. The chair of the Knowledge Utilization committee will serve along with the current Vice-President to plan the Annual Convention Program for the Division for the subsequent year. This includes attending Program Advisory Committee (PAC) meetings and coordinating proposal review and session scheduling.
 - v. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- f. The Nominations and Elections Committee shall:
- i. Solicit recommendations for nominations ~~by mail~~ from the entire membership prior to December 1
 - ii. Nominate at least two candidates for Vice-President (serves as Vice-President for one year and then serves as President-Elect, President, and Past-President, for one-year sequential terms), to take office annually; and for secretary (three-year term) and treasurer (four-year term)
 - iii. All elections will be conducted electronically. New officers will be elected at least 30 days prior to beginning their terms of office: July 1 until June 30 of the following year.
 - iv. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- g. The Program Committee shall:
- i. Plan types of presentations to be made at the annual CEC convention (e.g., Division Showcase) and recruit speakers;
 - ii. Recruit research proposals for Division program in CEC convention;
 - iii. Review proposals for the annual CEC convention.
 - iv. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- h. The Government Relations and Research Advocacy committee shall:
- i. Serve as a liaison with CEC governmental liaison and other entities as authorized by the President with the approval of the Executive Board;
 - ii. Prepare recommendations for the Executive Board concerning relations with

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- government and other relevant entities.
 - iii. Prepare timely communications to inform the membership of advocacy, litigation, legislative issues, and administrative agency programs (e.g., DOJ, IES, NIH, NSF, OSEP) related to the education of people with exceptionalities.
 - iv. Prepare recommendations and written comments approved by the Executive Board in response to advocacy, litigation, legislative issues, and administrative agency programs (e.g., DOJ, IES, NIH, NSF, OSEP).
 - v. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- i. The Constitution and Bylaws Committee shall:
- i. Receive and review all proposed amendments to the constitution and bylaws and refer with recommendations to the Executive Board;
 - ii. Call to the attention of the Executive Board other changes which may be needed in the constitution and bylaws;
 - iii. Ensure that all governance members have a copy of the constitution and bylaws;
 - iv. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- j. The Diversity Committee shall:
- i. Promote ongoing communication with other Council Divisions' diversity committees, the Division for Culturally and Linguistically Diverse Exceptional Learners (DDEL), CEC's Executive Director, and other entities as authorized by the president with the approval of the Executive Board;
 - ii. Prepare recommendations for the Executive Board concerning diversity issues;
 - iii. Promote culturally responsive, special education research practices supporting the needs of students, families, and researchers from diverse and marginalized communities;
 - iv. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).
- k. The Research and Families of Individuals with Disabilities Committee shall:
- i. Develop and propose mechanisms for including individuals with disabilities and their families in research and the dissemination processes;
 - ii. Promote ongoing communication among research, family, and practitioner communities:
 - 1. Assist the research community in understanding critical issues for families of individuals with disabilities;

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2. Assist families and agencies serving families in gaining access to and interpreting research outcomes related to individuals with disabilities;
 3. Assist research community (including other divisions of CEC) in collaborating efforts regarding research on families of individuals with disabilities.
- iii. Foster a research agenda that addresses critical issues regarding families of individuals with disabilities, with a focus on improving equity issues in research.
 - iv. Provide information regarding the work of the committee to Publication and Media Committee for use in communications with members (e.g., Newsletter, website, social media).

ARTICLE X

Meetings

Section 1. Executive Board

There shall be at least quarterly meetings of the Executive Board.

Section 2. Annual Business Meeting

There shall be at least one regular business meeting at the annual CEC Convention.

Section 3. Special Meetings

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

ARTICLE XI

Parliamentary Procedure

The rules of parliamentary practice contained in latest edition of *Roberts Rules of Order*, shall govern the proceedings of this Division subject to the special rules that have been or may be adopted.

ARTICLE XII

Amending Bylaws

Section 1. Submission of Proposed Amendments

Any proposed amendment to these Bylaws shall be submitted in writing to the Secretary for review and presentation to the Board.

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Section 2. Review by Board

The Board shall review and approve all proposed amendments.

Section 3. Referral to the Annual Business Meeting

All board approved amendments to these bylaws shall be submitted to the membership in writing at least 30 days before the Annual Business Meeting. Proposed amendments must be sent to the Chair of the Constitution and Bylaws Committee (i.e., the Vice-President) and the President 2 weeks before the meeting.

Section 4. Final Action

Any proposed amendment shall become a part of these Bylaws at the business meeting of the Division held during the CEC Convention.

ARTICLE XIII

Duration and Dissolution

The duration of the Division shall be perpetual unless the Executive Board of the Division unanimously determines that it should be dissolved. Upon the dissolution and final liquidation of the Division, the CEC-DR Executive Board shall, if funds are available, pay or make provision for the payment of all the debts and liabilities of the Division. The Division will determine a recommendation as to the distribution of remaining assets at the time of dissolution with first consideration going to the Division's Foundation, if one exists, then to CEC, or other tax-exempt 501 (c)(3) organizations.

CEC-DR Conflict of Interest Policy

Article I

Purpose

The purpose of the conflict of interest policy is to protect the interest of **The Division for Research of the Council for Exceptional Children (CEC-DR)** when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the ~~Organization~~ Division or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II

Definitions

1) Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2) Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a.** An ownership or investment interest in any entity with which the Division has a transaction or arrangement,
- b.** A compensation arrangement with the Division or with any entity or individual with which the Organization has a transaction or arrangement, or
- c.** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Division is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III

Procedures

1) Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the

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officers and members of Executive Board delegated powers considering the proposed transaction or arrangement.

2) Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Executive Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3) Procedures for Addressing the Conflict of Interest

- a.** An interested person may make a presentation at the executive board meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b.** The chairperson of the Executive Board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c.** After exercising due diligence, the Executive Board shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Division's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4) Violations of the Conflicts of Interest Policy

- a.** If the Executive Board has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV

Records of Proceedings

The minutes of the Executive Board and all committees with board delegated powers shall contain:

- a.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Executive Board's decision as to whether a conflict of interest in fact existed.
- b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

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Article V Compensation

- 1) A voting member of the Executive Board who receives compensation, directly or indirectly, from the Division for services is precluded from voting on matters pertaining to that member's compensation.
- 2) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Division for services is precluded from voting on matters pertaining to that member's compensation.
- 3) No voting member of the Executive Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the ~~Organization~~ Division, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each ~~director, principal~~ officer, Executive Board member, and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII Periodic Reviews

To ensure the Division operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Division's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII

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Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Division may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Executive Board of its responsibility for ensuring periodic reviews are conducted.

CEC-DR Compensation Practices

- 1) Any individuals that approve of compensation arrangements must follow the conflict of interest policy that has been approved by the Board.
- 2) All compensation must be approved by the Board in advance of payment.
- 3) All approved compensation arrangements must be documented in writing and must include the date and the terms of such arrangement, and the names of the Board Members who voted for approval.
- 4) Any compensation arrangement will be based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services. All such information upon which any decision is based will be recorded in writing.

CEC-DR RECORD RETENTION AND DOCUMENT DESTRUCTION POLICY

The Division for Research of the Council for Exceptional Children (CEC-DR) shall retain records for the period of their immediate or current use, unless retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy includes paper, electronic files (including e-mail) and voicemail records regardless of where the document is stored, including network servers, desktop or laptop computers and handheld computers and other wireless devices with text messaging capabilities.

In accordance with 18 U.S.C. Section 1519 and the Sarbanes Oxley Act, CEC-DR shall not knowingly destroy a document with the intent to obstruct or influence an "investigation or proper administration of any matter within the jurisdiction of any department agency of the United States . . . or in relation to or contemplation of such matter or case." If an official investigation is underway or even suspected, document purging must stop in order to avoid criminal obstruction.

In order to eliminate accidental or innocent destruction, CEC-DR has the following document retention policy:

Type of Document	Retention Period
Accounts receivable and payable ledgers and schedules	7 years
Annual audited financial statements, audit	

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CEC-DR Constitution and Bylaws reports, general ledgers, internal audit reports, trial balance journals	Permanently
Articles of Incorporation, Charter, Bylaws, minutes and other incorporation records	Permanently
Bank Reconciliation	3 years
Bank Statements, deposit records, electronic fund transfer documents, and cancelled checks	3 years
Chart of Accounts	Permanently
Contracts, mortgages, notes and leases (still in effect)	Permanently
Contracts, mortgages, notes and leases (expired)	7 years
Correspondence (general)	3 years
Correspondence (legal and important matters)	Permanently
Correspondence (with customers and vendors)	2 years
Depreciation schedules	Permanently
Insurance policies, records, current accident reports, claims (still in effect)	Permanently
Insurance policies, records, accident reports, claims (expired)	3 years
Inventory records	7 years
Invoices (to customers, from vendors)	7 years
Loan documents and notes	Permanently
Trademark registrations and copyrights	Permanently