

Approved February 24, 2017

**THE MANITOBA COUNCIL
FOR EXCEPTIONAL
CHILDREN
Articles of Association
and By-Laws**

Manitoba Council for Exceptional Children

Articles of Association

Article 1 Name

- Section 1.** The name of this organization shall be the Manitoba Council for Exceptional Children (MCEC).
The Manitoba Unit shall be affiliated with the International Council for Exceptional Children (CEC) and in Manitoba, is also affiliated with the Manitoba Teachers' Society (MTS) as a Special Area Groups of Educators (SAGE) group.

Article 2 Mission Statements

- Section 1.** The mission statements of the two organizations are as follows:
International CEC:
- to improve educational outcomes for individuals with exceptionalities.

Manitoba CEC:

- to advance effective practices in providing services to children and youth with exceptional needs
- to support persons working to achieve those practices.

Article 3 Purpose

- Section 1.** The primary purpose of each organization is as follows:
International CEC: to support special education professionals and others working on behalf of individuals with exceptionalities,
- by advocating for appropriate governmental policies, by setting professional standards
 - by providing continuing professional development by advocating for newly and historically underserved individuals with exceptionalities, and
 - by helping professionals achieve the conditions and resources necessary for effective professional practice.

Manitoba CEC: Shall be carried on without any purpose of gain for its members, and any profits of other accretions to the organization shall be used solely to promote its objectives:

- to advance effective educational practices for children and youth (ages 0-21) with exceptional needs through advocacy, support and professional development for educators and families,
- to celebrate the achievements of children and youth with exceptional needs and the people who support them.

Article 4 Membership

- Section 1.** Qualifications:

Membership in Manitoba CEC shall consist of professional personnel, educational assistants, parents, and other persons interested in the education of children and youth with exceptional needs. The policy pertaining to the membership year shall be consistent with the policy of the Council for Exceptional Children; namely a 12 month membership.

To maintain affiliation with MTS, a minimum of 60% of Manitoba CEC membership must also be MTS members. Membership is open but not restricted to, any active or associate member of MTS and that membership is voluntary.

Section 2. Minimum Membership Requirement:
Pursuant to the International CEC requirements, Manitoba CEC shall maintain a minimum provincial membership of 100 persons.

Section 3. Unified Membership:
All members of Manitoba CEC are also members of the Council for Exceptional Children (CEC).

Article 5 **Organization**

Section 1. Organizational structure of Manitoba CEC shall be as follows:

Past Presidents' Advisory Committee (PPAC)

- to be comprised of Past Presidents of MCEC, and chaired by the current Past President
- MCEC President and Vice President will act as liaison between the P.P. Advisory Committee and the provincial unit
- to meet yearly following the annual MCEC retreat to review the strategic plan, thereby ensuring MCEC adheres to its purpose, mission and beliefs
- to assume all duties of the MCEC "Yes I Can!" Awards and Scholarships
- to assume all duties connected with the annual "Yes I Can!" Awards evening held each year in conjunction with the annual MCEC Conference
- MCEC to provide reimbursement for travel and one night of accommodations for out-of-town Past Presidents to attend the meeting of the PPAC
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MCEC Table Officers:

- to direct the operations of the MCEC Executive and
- to oversee the implementation of MCEC goals
- to be comprised of the Past President, President, Vice President, Secretary and Treasurer.

MCEC Executive:

- to implement the goals of MCEC and to report to the provincial unit;
- to act as liaison between their units/committees and the provincial unit;
- to be comprised of the following voting members, two representatives to the CEC representative assembly, historian, members-at-large (max of 4), and one representative from each provincial units and each of the standing committees.

Units:

- to advance the mission, purpose and goals of the provincial unit as they relate to their geographical/focus area
- to be comprised of a President, Past President, Vice President, Secretary, Treasurer, and Members-at-Large

Committees:

- to implement the specific goals as identified and defined by the MCEC Executive. committees are not static and the length of their function will be determined by current provincial needs.
- All financial changes/fees pertaining to the committees must be approved by the MCEC Executive prior to implementation (e.g., a change in conference fees).

Section 2. The Manitoba CEC fiscal year shall be September 1st through August 31st. The policy pertaining to the membership year shall be consistent with the policy of CEC and the terms of affiliation with MTS.

Article 6 **Dissolution**

Section 1. Upon dissolution of MCEC, after payment of all debts and liabilities, its remaining property shall be distributed, or disposed of to:

- Charities/qualified organizations with similar purpose and registered under the income tax act.

Article 7 **Parliamentary Procedures**

Section 1. Robert's Rules of Order, Newly Revised, latest edition, shall be used as a guide in carrying out its parliamentary procedures.

Article 8 **Amendments**

Section 1. A notice of motion to amend the Articles and By-laws shall be presented at a general meeting and shall be circulated within thirty (30) days to the members by mail/e-mail prior to the presentation of the motion to the membership.

Section 2. The Articles and By-laws may be amended at any regular Executive meeting by a two thirds vote of the membership present, provided there is a quorum, as stated in Article 1, Section 6 of the By-laws of the Association. Such amendments(s) shall have been submitted in writing to the MCEC Executive. Within thirty (30) days of the date received, it shall be submitted to the membership in writing. The membership shall have received the proposed amendment(s) at least 14 days prior to the meeting.

Manitoba Council for Exceptional Children

By-laws of the Association

Article 1

MCEC Executive

Section 1. Elected Positions:

The MCEC Executive shall be duly elected by the membership. The Executive may form ad-hoc committees to address specific needs that arise or as presented by the membership. Ad-hoc committee chairs shall report to the President.

Section 2. Prerequisite to Nomination and Election:

- The chairperson of the nominating committee shall be the immediate Past President.
- A call for nominations will be made to the general membership. Nominations will be received 30 days prior to the Annual General Meeting (AGM) or from the floor at the AGM. A slate of nominees will be presented for consideration during the AGM.
- The Past President will designate two scrutinizers if an election is warranted.
- Officers elected shall assume their new responsibilities on March 1st.
- CEC unit officers must be members in good standing of CEC at the time of their nomination and election and remain so throughout the duration of their term of office. All members, in good standing of MCEC, shall have the right to hold office and the opportunity to participate in the election of Executive Officers and Committee Chairpersons.

Section 3. Term of Office:

Each term of office shall be one year, March 1st through to the last day in February except for the Representative Assembly positions, which shall be two years.

Section 4. Removal from Office:

A petition for removal of a member of the MCEC Executive shall be signed by at least three (3) members of the membership and submitted in writing to the President.

- If the President is the subject of the petition, it shall be submitted to the Past President.
- The President or Past President shall, within seven (7) days, notify each Executive member in writing of the receipt of such a petition, solicit relevant evidence from all parties concerned, and call a special meeting of the MCEC Executive to consider the matter within thirty (30) days following receipt of the petition.
- At the MCEC Executive meeting, an opportunity shall be made available to all interested parties to present any relevant evidence. A two thirds majority vote of members present, provided there is a quorum, is necessary for the removal of the member. Removal from office is effective immediately.
- The member being considered for removal shall be provided with results of the MCEC Executive's action in writing within seven (7) days.
- Upon receipt of written notification of removal, the member concerned shall have fifteen (15) days to submit to the President or Past President, a written notice of appeal.

- Within seven (7) days following receipt of a written notice of appeal, the President or Past President, shall give written notice of the calling of an appeal board. The appeal board shall consist of six (6) CEC members selected and approved by the Executive when deemed necessary. The President or Past President shall serve as the nonvoting chairperson of the appeal board.
- 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 MCEC Executive's decision and reinstate the removed member. Reinstatement is effective immediately.
- If a member has been removed from the MCEC Executive, said member may not serve on the Executive or on a standing committee for a period of five (5) years following removal.

Section 5. Replacement of Officers

When an Executive position becomes vacant via resignation, death, or removal, that position will be filled by appointment by the President. The appointment will be subject to confirmation by a quorum of the MCEC Executive.

Section 6. Quorum:

- A quorum of the MCEC Executive will consist of fifty (50) per cent of its elected members plus one.
- In the event of an emergency as determined by the President, decisions will be made by at least three (3) of the following five (5) table officers:
 President
 Past President
 Vice President
 Secretary
 Treasurer

Article 2

Meetings of the MCEC Executive

Section 1. The MCEC Executive shall meet not less than four (4) times per fiscal/administrative year:

- to address matters related to the effective functioning of the activities of MCEC
- to address budget and fiscal matters
- to respond to the needs of the Units/Committees in support of their activities
- to respond to matters related to the CEC Headquarters
- to coordinate plans for meetings, including the AGM
- to determine which members shall be financially assisted to attend local and/or out-of-province conferences

Section 2. Annual General Meeting (AGM):

The AGM shall be held in conjunction with the last regularly scheduled Executive

- A special general meeting shall be held when requested by the majority of Executive members, or when ten (10) or more members so request in writing to the Executive.
- At any general meeting with all members duly notified in writing seven (7) days prior, those members in attendance shall constitute a quorum.

The Executive shall have power to postpone or to cancel any Executive meeting for just cause excluding the AGM or special general meetings

Section 3. Professional Development Meetings:

- It is the duty of MCEC to conduct an annual provincial conference in cooperation with its provincial units.
- It is the responsibility of MCEC to support the Manitoba Teachers Society Professional Development day, organized by the MTS by holding a professional development meeting independently, or in affiliation with another Special Area Group of Educators of the MTS.
- MCEC may organize other professional development meetings reflecting the needs of its membership.

Section 4. Duties of the MCEC Executive:

All members of the MCEC Executive are expected to participate in MCEC Executive meetings, the Annual General Meeting, Annual Retreat and other MCEC events. Participation is defined as discussing, debating and voting. As per Robert's Rules of Order, the President is able to vote only if necessitated by a tied vote, or in order to form a quorum. (Note: check Robert's Rules)

Table Officers:

Section 4. President:

- to prepare the agendas for and to preside over all MCEC Table Officers' Meetings, Executive Meetings, Annual General Meeting and Annual Retreat.
- to act as a direct liaison between the P.P. Advisory Committee and the MCEC Executive and with all standing committees
- to be responsible for submitting all reports to CEC International and to MTS as required
- to represent MCEC at the International CEC Convention
- to attend all functions sponsored by CEC wherever possible
- to monitor roles and responsibilities of elected members at the beginning of each year and as required
- to maintain correspondence: mail / e-mail / phone messages
- to submit a written report at each MCEC Executive meeting and the AGM
- to submit an annual President's message for the MCEC website
- to facilitate the exchange of information between MCEC and International CEC

Vice President:

- to assume the duties of President when necessary
- to serve as ex-officio member of all standing committees
- to serve as Conference co-chair
- to organize the annual MCEC retreat
- to submit a written report at each MCEC Executive meeting and the AGM
- to co-organize the Annual Retreat with the Past President
- to attend CEC Leadership Training Sessions prior to assuming the role of President

Past President:

- to chair the nominating committee consisting of the President and Vice President for the election of members in any given year
- As chair the Past President shall:

- prepare and distribute a call for nominations to the general membership. Nominations will be received thirty (30) days prior to the AGM or from the floor at the AGM.
- present a slate of nominees for consideration during the AGM
- preside over the election at the AGM
- notify newly elected members, not present at the AGM immediately following the AGM
- to initiate an annual review of the MCEC Articles of Association and By-Laws by the Table Officers and prepare changes for the AGM, as needed
- to initiate an annual review of the MCEC Guidelines and Procedures to ensure they are synchronized with the Articles of Association and By-Laws
- to co-organize the Annual Retreat with the Vice President
- to serve as an advisor to the Student Units
- to work with the Past President's Advisory Committee to ensure the Public Policy. Advisory Committee responsibilities are completed
- to submit a written report at each MCEC Executive meeting and the AGM

Secretary:

- to collect all executive reports
- to record and distribute minutes of all MCEC Executive meetings and the AGM
- to maintain all records during the current year submitting them to the historian at the end of that year
- to assist in the preparing and distributing of all agendas and meeting notices
- to assist the President with correspondence as required
to book the facilities, food and refreshments for all MCEC Executive meetings and the AGM
- to send "sunshine" as deemed necessary; i.e. flowers, gifts, cards, etc.
- to pick up mail from PO box and distribute

Treasurer:

- to present a written financial statement at each MCEC Executive meeting
- to ensure that account records are kept current and those bills are paid promptly
- to prepare the books and financial statement for the AGM
- to present an audited statement at the AGM
- to provide an accountant with all required documentation as outlined on or before October 30th of each year for a financial review
 - to chair the annual budget meeting
 - to submit a financial review to MTS on or before our AGM of each year
 - to maintain Manitoba CEC as a corporation
 - to maintain Manitoba CEC status as a charitable organization
- to request grant money from the Winnipeg Foundation every January for the following awards / scholarships:
 - Morris and Yale Hirsch Memorial Scholarship
 - Win Thompson Award

Remainder of MCEC Executive:

Representatives to the Representative Assembly

Note: RA members must have served as President of Manitoba CEC

- to represent MCEC at meetings of the CEC Representative Assembly
- to participate in all activities necessary to be conducted between the time of the meetings of the CEC Representative Assembly
- to act as a direct liaison between International and the MCEC Executive
- to participate in all MCEC activities
- to make a presentation of an Representative Assembly Report at the MCEC Annual Retreat
- to submit a written report at each MCEC Executive meeting and the AGM

Historian:

- to maintain an electronic record keeping and filing system
- to preserve and file a copy of all minutes by year
- to create files for official documents such as organizational applications, charters, awards, legal documents, and by-laws
- to remind committee chairs, executive members, etc. to prepare materials of historical value for submission to Historian
- to collect by year, all unit publications, project descriptions, and publicity re special projects
- to use historical pieces of information to inform and promote an appreciation of CEC to make information available to provincial units and affiliated organizations as requested
- to participate in the planning of MCEC celebrations as appropriate
- to submit reports

Unit Representatives:

Units: Metro Winnipeg CEC
Northern CEC
Westman CEC
CCBD
Student Chapters

- to participate in all MCEC Executive meetings
- to share pertinent information from MCEC executive with your unit and vice versa
- to submit reports at each MCEC Executive meeting and the AGM
- to ensure that the constitution of the unit/subdivision is reviewed annually
- to provide the MCEC President with a copy of the current constitution of the unit/subdivisions each year
- to provide the MCEC Treasurer with all financial records and minutes of meetings on or before October 1st of each year.

Members-at-Large: (Maximum of 4)

- to participate in all MCEC Executive meetings
- to assume responsibility for projects or initiatives as requested by the President

Standing Committees:

The standing committees shall include:

- Public Policy
- Communication Action Team
- Provincial Conference
- Special Area Groups of Educators Group
- Membership
- “Yes I Can” Awards/Scholarships

Ad hoc committees may be created by the MCEC Executive to fulfill a specific task.

Formation of committees:

Chairpersons of all standing committees may be elected by the membership at the AGM or appointed by the President.

Chairpersons shall select members of their committees from the general membership, whenever possible, and submit the names to the President upon formation of the committee.

- Chairpersons shall submit a written report at each MCEC Executive meeting and the AGM.
- Chairpersons shall submit regular articles/information to the CAT.

The following functions shall be assumed by the standing committees:**Public Policy:**

- to facilitate a regular review of the Mission Statement and Purpose of MCEC in the context of strategic planning
- to provide advocacy for public policy based on the direction of and issues identified and recorded in the strategic plan by the MCEC Executive
- to prepare materials and recommendation for MCEC President to share with appropriate government departments (e.g., Minister of Education, Student Services Inclusive Education Committee)
- to abide by the MTS Terms of Affiliation

Communication Action Team:

- to coordinate publicity of all MCEC events
- to prepare and submit press releases in consultation with the MCEC Executive
- to promote Manitoba CEC
- obtain membership e-mail list to use for e-mail blasts
- to maintain and update website and social media accounts
- to maintain MCEC email account

Conference:

- to assume all duties connected with MCEC Annual Provincial Conference, including obtaining speakers, local arrangements, publicity, registration, hospitality, and social functions
- to delegate a Conference Treasurer to assume responsibility for financial aspects of the conference, to submit a report to the MCEC Executive and to transfer all remaining funds (less the \$5,000.00 start-up retainer) to the MCEC Treasurer on or before June 30

Special Area Groups of Educators Group:

- to assume all duties connected with the MTS PD Special Area Groups of Educators Conference, including speakers, local arrangements, publicity, registration, hospitality, and social functions
- chairperson or designate to attend all SAGE Council meetings as the MCEC representative
- to delegate a SAGE Treasurer or assume responsibility for financial aspects of the conference to submit a report to the MCEC Executive and to transfer all remaining funds (less the \$500.00 start-up retainer) to the MCEC Treasurer 2 months following the event

Membership:

- to serve as liaison with CEC International in promoting and facilitating membership, and to maintain current membership roster and make it available to MTS and the MCEC Executive
- to follow up on those names, which cease to appear on central office listings
- to assist in unit development
- to arrange for MCEC Membership displays at all MCEC sponsored events
- to submit current membership roster to MTS and the MCEC President and Treasurer in December and March, identifying which members are also members of MTS

Yes I Can:

- to attend all MCEC Executive meetings, the MCEC Retreat and the MCEC AGM
- to attend the MCEC Conference Committee Meetings and co-ordinate the Yes I Can! celebration within the conference format
- to update, prepare, distribute, and post Yes I Can nomination packages, select and notify award winners, school boards, etc.
- to confirm dollar amount for scholarships and the VIP reception hosted by the MCEC Past-Presidents before/after Yes I Can!
- to co-ordinate all aspects of the Yes I Can! evening (Master of Ceremonies, presenters, gifts, food, decorations, etc.
- to co-ordinate the distribution of scholarships
- to co-ordinate the art raffle at the conference.

Article 3 Finances:

Section 1 The Manitoba CEC will receive funding from the following sources:

- membership rebates from International CEC
- proceeds from the Annual MCEC Provincial Conference
- proceeds from the MTS Special Area Groups of Educators Conference
- special projects and programs throughout the year
- MTS Special Area Groups of Educators allocation grant money from the Winnipeg Foundation
- donations

Section 2 Unit Support:

- units may apply to Manitoba CEC for financial support

- travel expenses will be paid as identified in the expense claim guidelines flights will be pre booked and cancellation insurance purchased to be most economical
- accommodation costs will be covered on a shared room basis, if possible
- meal expenses will be the responsibility of the individual

Section 3 Fee Structure:

- The fee structure of the Manitoba CEC is determined at the Annual Representative Assembly of International CEC.
- The MCEC may provide for membership fee discounts.
- The fiscal year and administrative term of office shall be September 1st through August 31st.