

**BYLAWS
OF THE
ASSOCIATION FOR CONDUCTIVE EDUCATION IN NORTH AMERICA
(ACENA)**

**ARTICLE I
Name**

- Section 1. The name of the organization shall be the Association for Conductive Education in North America, hereinafter referred to as ACENA.
- Section 2. It shall be affiliated with the Council for Exceptional Children, hereinafter referred to as CEC. Its bylaws shall neither be contrary to, nor inconsistent with, the bylaws of CEC.

**ARTICLE II
Mission and Noninurement**

- Section 1. The object and purpose of ACENA shall be as follows:
The ACENA is the representative organization of the programs and professionals providing conductive education services within the North American Continent. ACENA acknowledges and promotes the practice of conductive education, hereinafter referred to as CE.
This is accomplished through:
- Collaborating in a proactive, organized manner with the community, individuals with motor disabilities and their families, and, professionals working within conductive education programs;
 - Identifying and promoting the quality and standards of CE programs;
 - Presenting continuing education opportunities for professionals involved in the practice of CE;
 - Providing networking opportunities for persons involved with CE programs;
 - Increasing awareness of CE as a treatment/educational modality for individuals with motor disabilities.
- Section 2. Noninurement: Because ACENA is devoted entirely to the advancement of the profession, no part of its earnings shall inure to the use or benefit of any individual. ACENA shall not engage in any activities which are not permitted by Internal Revenue Code Section 501 (c) 6.

**ARTICLE III
Members**

- Section 1. Membership classifications and qualifications: The Membership of ACENA shall be divided into the following classifications:
- A. Conductive Education Teacher (CET);
 - B. Related Credentialed Professional (RCP) - individuals working in the CE field;
 - C. Program Administrators (PA) - individuals working in an administrative/executive position in support of CE programs;
 - D. Honorary Life – a life membership which is conferred upon an individual who has performed distinguished service in the field of CE, to be determined by the Executive Committee;
 - E. Student Conductive Education Teacher – one who is enrolled in an accredited CE teacher training program leading to at least the equivalent of a Bachelor’s degree;

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- F. Associate – an individual or organization which promotes CE in North America, but is not eligible for membership in other categories;
- G. Conductive Education Center – a company, business, or not-for-profit organization providing conductive education services whose complete contingent of fulltime employees– including all conductors (CETs), the program administrator (PA) and any related credentialed professionals (RCPs – e.g., physiotherapists) who work more than 20 hours each week for 6 months or more in a calendar year – have current ACENA individual membership;
- H. Conductive Education Classroom Assistant/Conductor Assistant – individuals working as an assistant to a Conductor;
- I. Parent/Guardian – a parent/legal guardian of a participant enrolled in a conductive education program (who does not qualify under any other membership category, i.e., Program Administrator).
- J. Person with a motor disability.

Section 2. Rights and Privileges of Members:

- A. Members are entitled to all rights and privileges of ACENA, including voting, holding any office and serving on committees, subject to the qualifications of the office or committee. Members receive the newsletter and regular mailing of ACENA, and may attend and participate in all regular and special meetings of ACENA. Honorary Life members shall pay no dues.

Section 3. Clarification of Membership Voting Privileges:

- A. Before ACENA voting membership is granted, CET and RCP applicants must possess professional licensure and/or degree/certification;
- B. Student CET applicants must provide verification of enrollment in an accredited CE teacher training program;
- C. Program Administrator applicants shall provide written confirmation of their administrative/executive functions;
- D. The Membership Committee will investigate and determine eligibility and membership classification of all applicants.

Section 4. Good Standing: A member is in good standing provided she/he has paid current ACENA annual dues in the category for which she/he qualifies.

ARTICLE IV
Meetings of the Membership of the Association

Section 1. ACENA shall hold at least one membership meeting per year at which ACENA organizational business shall be conducted.

Section 2. Special meetings may be called by the President or by three members of the Executive Committee. The call for a special meeting must state the business to be transacted. No other business may be transacted that is not stated in the call.

Section 3. Ten members in good standing shall constitute a quorum for transacting business.

Section 4. Except as otherwise provided, all meetings of ACENA and of the Executive Board shall be governed by parliamentary rules and procedures stipulated in the then current edition of ROBERT’S RULES OF ORDER REVISED.

ARTICLE V ACENA Board

- Section 1. Name: The executive body of ACENA shall be called the ACENA Board.
- Section 2. Members: The ACENA Board shall consist of the following members: The Executive Committee (also referred to as "Officers") and non-voting committees/positions.
- Section 3. Executive Committee: The Executive Committee of the ACENA Board shall be the President, Director of Membership, Director of Communication, Director of Advocacy, Director of Finance, Director of Continuing Education, Director of Practice, Director of Program Operations, Secretary and President-elect and shall serve in such capacity. At least fifty percent of the Executive Committee must be CETs.
- Section 4. Non-Voting Members: The non-voting members of the board shall consist of all Committee Chairpersons approved by the ACENA Board.
- Section 5. Meetings: Regular meetings of the ACENA Board shall be held at such time and place as the President shall direct with a minimum of four meetings each fiscal year. Two-thirds of the voting members shall constitute a quorum. Minutes of the meetings shall be made public.

ARTICLE VI Executive Committee

- Section 1. Executive Committee: The Executive Committee of ACENA shall consist of President, Director of Membership, Director of Communication, Director of Advocacy, Director of Finance, Director of Continuing Education, Director of Practice, Director of Program Operations, Secretary and Immediate Past President. The President-elect will be a participating, and voting member. The Coordinators and non-voting committee positions are appointed by the Directors with approval of the Executive Committee. The Immediate Past President is a member the Executive Committee without voting rights.
- Section 2. Election and Rotation:
- A. Election: The officers shall be elected by individual members in good standing by mail ballot or if necessary, electronic ballot.
 - B. Rotation:
 - 1. Election of President-elect, Secretary, Director of Communication, Director of Finance and Director of Continuing Education shall be in the same year; odd numbered years beginning 2007;
 - 2. Election of the Director of Membership, Director of Advocacy, Director of Practice and Director of Program Operations shall be in the same year: even numbered years beginning 2008;
 - 3. If the sitting President runs for a second term of office, the individual runs for the position of President-elect. If re-elected, the individual serves simultaneously as President and President-elect;
 - 4. The calendar of rotation shall be maintained by the Secretary;
 - 5. The first year of the new ACENA elected officers will be July 2006;
 - 6. The elections for 2007 Executive Committee will be for the following positions:
 - President-elect
 - Secretary
 - Director of Communication
 - Director of Finance

Director of Continuing Education

7. The elections for 2008 Executive Committee will be for the following positions:
 - Director of Membership
 - Director of Advocacy
 - Director of Practice
 - Director of Operations

Section 3. Eligibility and Qualifications: In order to be eligible for office, a person must fulfill the criteria in Article III, Section I, i.e., a member in good standing of ACENA. In addition, in order to be eligible for the office of President or President-Elect, a person must have first served one term on the Executive Committee.

Section 4. Terms of Office:

- A. All Executive Committee officers assume office at the beginning of the fiscal year, July 1;
- B. All Executive Committee members are elected to serve for a period of two years, or if unable to complete the two years, until a successor has been elected.
- C. The President-elect shall serve for one year and shall assume the office of President July 1;
- D. No officer shall be eligible to serve more than two consecutive terms in the same office with the exception of the President Elect/President. To maintain continuity of leadership in the absence of any nominations to this position, this office may be filled by the incumbent for one additional term. The provided nominating process would apply;
- E. An officer shall hold only one office at a time;
- F. An officer who has served more than one-half a term of office shall be considered to have served a full term;
- G. The Immediate Past President's term of office is for one year immediately following his/her Presidency.

Section 5. Duties: In addition to the rights and duties provided elsewhere in these bylaws, or as custom parliamentary usage may require, the officers have the rights and duties respectively assigned to them in succeeding sections of this Article. The Executive Committee manages the affairs of ACENA within policies established by the membership and creates and dissolves Standing and Special Committees.

Section 6. **President:**

- A. Shall be the chief executive officer of ACENA and preside at all meetings of ACENA and the ACENA Board;
- B. Shall be an ex-officio member of all committees except the Nominating Committee;
- C. Shall have the power to sign all written obligations of ACENA;
- D. Shall have the general powers of supervision and active management usually vested in this office;
- E. Shall present ACENA's annual report at the Annual Meeting. The report shall be made available to the membership.

Section 7. **President-elect:**

- A. Shall prepare for all duties of the President;
- B. Shall be an ex-officio member of all committees, except Nominating Committee;
- C. Shall serve on the ACENA Board with voting capabilities.

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Section 8. **Secretary:**

- A. Shall be responsible for recording and distributing the minutes as appropriate;
- B. Within 30 days after the election of officers she/he shall maintain a complete roster of current ACENA Executive Committee Members, including terms of office and mailing address, and make the roster available to all members;
- C. Shall promptly report to the membership any changes in elected officers, committee chairs and which may occur during the year;
- D. Shall develop and maintain the Board Handbook which is to be approved by the Executive Committee.

Section 9. **Director of Finance:**

- A. Shall be responsible for the conduct of the financial affairs of ACENA and oversee collection and disbursement of monies;
- B. Shall oversee the creation of annual budgets of all Executive Committee Members and non-voting positions;
The budget shall be approved by the Executive Committee;
- C. Shall recommend appropriate financial policies for approval and assure compliance with policies;
- D. Shall present annual financial statements to the Executive Committee within three months following the end of the fiscal year. ACENA will submit to an annual audit as required by state law or otherwise determined by the Executive Committee;
- E. Shall oversee the handling money or checks. All individuals having check-signing privileges shall be bonded at the expense of the organization;
- F. Shall oversee preparation of all necessary tax and governmental reporting forms.

Section 10. **Director of Membership:**

- A. Shall be responsible for appointing, with the approval of the Executive Committee, and overseeing the Coordinators for Retention, Activation and Recruitment Committees;
- B. Shall present ACENA's annual Membership report at the annual meeting.

Section 11. **Director of Communication:**

- A. Shall be responsible for appointing, with the approval of the Executive Committee, and overseeing the Coordinators for Website, Newsletter, and Networking Committees;
- B. Shall present ACENA's annual Communication report at the annual meeting.

Section 12. **Director of Advocacy:**

- A. Shall be responsible for appointing, with the approval of the Executive Committee, and overseeing the Coordinators for Public Policy and Reimbursement Committees;
- B. Shall present ACENA's annual Advocacy report at the annual meeting.

Section 13. **Director of Continuing Education:**

- A. Shall be responsible for overseeing the coordination of continuing education, workshops and conferences;
- B. Shall present ACENA's annual Continuing Education report at the annual meeting.

Section 14. **Director of Practice:**

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- A. Shall be a CET responsible for developing and maintaining a Standard of Practice Model, including a Policies and Procedures Manual. The Standards of Practice Model and Policies and Procedures Manual shall be approved by the ACENA Executive Board;
- B. Shall provide assistance to independent CETs, other related credentialed professionals, and independent program professionals to support the best practice model;
- C. Shall collect and disseminate current research pertinent to CE and collaborate with the Directors of Continuing Education and Communication;
- D. Shall collaborate with the Director of Program Operations to develop the standards of practice/administrative components of a CE program;
- E. Shall present ACENA's annual Standard of Practice report at the annual meeting.

Section 15. **Director of Program Operations:**

- A. Shall be a CET or Program Administrator responsible for developing and maintaining a Standard Program Operations Model, including a Policies and Procedures Manual. The Model will include information about, but not limited to, insurance, immigration, visas, contracts, etc.;
- B. Shall collaborate with the Director of Practice in developing the Administration Component of the Standard of Program Operations Model;
- C. Shall provide assistance to independent CETs, other related credentialed professionals, program administrators and independent program personnel to support implementation of the Standard Program Operations Model;
- D. Shall present ACENA's annual Standard of Program Operations report at the annual meeting;
- E. Shall appoint both Canadian and U.S. members to the committee in order to ensure adequate representation of both countries;

Section 16. **Immediate Past President**

- A. The primary role of the Immediate Past President (IPP) is to serve as the "Senior Statesperson" within the association;
- B. The IPP will assist in the orderly transition from an out-going President to a new President;
- C. The IPP shall serve as a consultant to the President and the Board of Directors as requested by either;
- D. The IPP shall perform leadership tasks at the annual ACENA conference and the CE World Congress as requested by the President.

Section 17. **Vacancies in Office:** In the event of a vacancy in the Executive Committee, the President, with the consent of the Executive Committee, shall appoint a replacement to complete the term of office. In the case of a vacancy in the office of President, the President-elect shall automatically assume the incumbent position and serve out the remainder of that term of office. If the position of President-elect becomes vacant before the President-elect can assume the office of President, a special election following established nomination and election procedures will be held.

Section 18. **Removal, Censure, Appeal:** An officer of the Association may be removed by the Association's voting members in good standing for incapacitating illness or circumstances, misconduct, or neglect of duty. Officers may be censured for irresponsible or unprofessional conduct. The removal, censure and appeal processes shall be governed by provisions set forth in the Board Handbook. Adoption of a motion to remove shall require concurrence of two-thirds of the Executive Committee.

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Section 19. Quality Standards of CE: Quality standards of CE programs shall be ratified and approved by a majority of the Board.

ARTICLE VII Committees

Section 1. Appointment of Chairs: The Executive Committee shall have the power to create and dissolve Standing Committees and Special Committees as it deems advisable. The Executive Committee Members shall appoint the Chairs of their committees from the membership at large. The Committee Chairpersons shall be appointed and shall serve on an ongoing basis or until a successor is appointed. An Ad Hoc Committee Chairperson shall serve until task is completed or until a successor is appointed.

Section 2. Duties of the Chairpersons of Standing Committees:

- A. Shall appoint committee members;
- B. Shall submit a Committee report for discussion at ACENA Board meetings;
- C. Shall prepare two copies of the Committee's annual report; the first copy to be submitted to the Secretary, the second copy to be filed in the committee notebook;
- D. Shall develop and maintain an operating procedure manual, approved by the ACENA Board, which specifies the Committees' responsibilities and functions.

Section 3. Special Committees are approved by the Executive Committee. Special committee chairpersons shall be responsible to report to the President or designee at regular intervals, submit written reports to the ACENA Board and attend Board meetings as needed.

ARTICLE VIII Nominations and Elections

Section 1. Duties of the Nominating Committee:

- A. Shall present a slate of qualified candidates for elected offices to the membership two to four weeks before each election. Any member who wishes to add a qualified name to the slate shall send the name to the chair of the Nominating Committee. A timeframe deemed reasonable and efficient by the Chair of the Nominating Committee shall be utilized in the election of officers;
- B. No member's name may be put on the ballot without his/her prior consent;
- C. All ballots must allow for write-in candidates;
- D. Shall present the committee's report at the appropriate Board meeting.

Section 2. Results of Balloting:

- A. Election of officers shall be by electronic and/or mail ballot, to be returned to the Nominating Committee via the ACENA mailing address. Election to office will be determined by plurality of ballots returned. In the event of a tie, election shall be determined by a second mail or electronic ballot to members of the ACENA Board and by plurality of those ballots returned. Results will be published after they are tallied by the Nominating Committee;
- B. Voting on issues shall be decided by mail ballot, and/or electronic ballot. Results will be determined by a plurality of ballots returned. Results will be published after they are tallied by the Secretary.

**ARTICLE IX
Dues and Assessments**

- Section 1. The dues shall be fixed annually upon the recommendation of the Director of Finance and as approved by the Executive Committee.
- Section 2. Written notice of annual dues shall be sent by the Director of Membership. Membership dues are based on the calendar year (January 1 -December 31). Dues are pro-rated depending on when the application is received (January 1-September 30 – full dues; October 1-December 31 – 75% pro-ration).
- Section 3. Any member whose dues are not paid on or before January 31 shall be considered in arrears and shall be automatically dropped from membership in ACENA.
- Section 4. In case of fiscal emergency, assessments shall be recommended by the Executive Committee and presented to the membership for ratification.

**ARTICLE X
Amendment of the Bylaws**

- Section 1. Proposals for an amendment of the Bylaws may be originated by the Board of Directors. A proposed amendment to the Bylaws shall be ratified upon approval by two-thirds (2/3) of the members of the Board providing that prior notice has been given to the active members. Without notice to the members, approval should be granted by a majority of the members voting at a meeting of active members.

**ARTICLE Y
Dissolution**

- Section 1. The Board must approve a Plan of Dissolution and Distribution of Assets. A quorum must be present, and at least a majority of the directors present must vote for dissolution. Such a plan must include provisions that:
- A. All liabilities and obligations shall be paid, satisfied, and discharged or adequate provisions made.
 - B. All remaining assets shall be transferred to any non-profit organization with a similar mission/purpose as ACENA, as determined by the Board.
- Section 2. The Plan must be submitted to the membership for a vote to approve the Plan. A vote of at least two-thirds of the members with a quorum present at a meeting, or unanimous written consent of the members, is required for approval. If the organization has no remaining voting members (who would have otherwise elected the Board), the Plan is deemed authorized upon adoption by the Board.