

WAER BYLAWS

Revised March 2022

ARTICLE I. NAME

The name of this organization shall be The Wisconsin Chapter of the Association for Education and Rehabilitation of the Blind and Visually Impaired and shall also be known in abbreviated form as WAER.

ARTICLE II. PURPOSE

The purpose of the WAER shall be to assist in the promotion, development, and improvement of all phases of education and rehabilitation of blind and visually impaired persons. This shall be accomplished through:

1. Increasing public understanding of the social and economic gains for individuals and for society by providing opportunities for blind and visually impaired persons to become self-sufficient, self-supporting, and contributing members of society.
2. Providing a forum on international, regional, and local levels for the discussion of issues relating to services for blind and visually impaired persons and the prevention of visual impairment; and providing publications and conferences relating to those purposes.
3. Encouraging an interdisciplinary approach to programs or services for blind and visually impaired persons through the use of knowledge and skills of related professions.
4. Fostering research to advance knowledge and skills for the improvement of services for blind and visually impaired persons.
5. Assisting in the development of professional standards for personnel engaged in providing specialized programs and services for blind and visually impaired persons.
6. Assisting in the development of professional standards for specialized programs serving blind and visually impaired persons.
7. Initiating and cooperating with other groups in the development of programs of social action for the benefit of blind and visually impaired persons.
8. Increasing public understanding of the nature and causes of blindness and visual impairment and their impact upon individuals and society.

ARTICLE III. MEMBERSHIP

Section 1: Eligibility

All persons, agencies, and/or organizations who are members in good standing of the International Association and who live and/or work within the State of Wisconsin are eligible for membership in this Chapter.

Section 2: Nondiscrimination

No person, agency, or organization otherwise eligible shall be denied membership in the association or its Chapters on the basis of age, sex, race, religion, sexual orientation, gender identity, national origin, or disability.

Section 3: Types of Memberships

The memberships in the Wisconsin Chapter shall consist of individual and agency memberships which shall be renewable annually. Categories of membership shall be those specified in the bylaws of the International Association.

Section 4: Membership Fees

Dues for individual and agency membership shall be established by the association Board of Directors. The Chapter shall not charge any amount in excess of the association dues amount.

ARTICLE IV. OFFICERS

Section 1: Officers

The officers of the Wisconsin Chapter shall be: a president, a president-elect, a secretary, a treasurer, and an immediate past-president.

Section 2: Qualifications of Officers

Any individual voting member of the Wisconsin Chapter shall be eligible to serve in any office. No two offices may be held concurrently by the same person.

Section 3: Elections

The office of the president of the Chapter shall be filled by succession of the president-elect. The president-elect shall present the slate during the annual meeting. Additional nominations may be added during the annual meeting. The membership shall elect the president-elect, secretary, and a treasurer. The election shall be held annually and shall be conducted by ballot during or after the annual meeting according to procedures outlined in Article VIII.

Section 4: Term of Office

The term of office for a past president, president, and president-elect will be one year, with terms for all other offices being two years and shall commence at the close of balloting.

Section 5: Vacancies

In the event of a vacancy in the office of president, the president-elect shall serve the remainder of the term as acting president and upon completion of said term shall assume the presidency in normal order. In the event of a vacancy in the office of the president-elect, the president shall appoint a person to fulfill the duties of the president-elect (See Section 6.3). At the next regularly scheduled election there shall be elected both a president and a president-elect. In the event of a vacancy in both the offices of president and president-elect, another officer selected by the Board of Directors shall assume and perform the duties of president until the next election. In the event of a vacancy in any other office the Board of Directors may appoint a replacement from its own body or the general membership for the remainder of the term. If the immediate past-president is unable to serve for any reason, the president will appoint a new chairperson to the Conference Committee (See Section 6.2).

Section 6: Duties of the Officers

Subject to the control of the Board, all officers shall have such authority and perform such duties in the management of the Chapter as may be provided by the Board of Directors and the bylaws and, to the extent not so provided, as generally pertain to their respective offices.

6.1 The president shall preside at all meetings of the membership and the Board of Directors, unless prevented by unforeseen circumstances, in which case the president or their representative shall communicate to the president-elect of their absence.

6.2 The immediate past-president shall normally serve as the chairperson of the Conference for the annual conference of the Chapter.

6.3 The president-elect shall serve as assistant to the president and in the absence of the president shall preside at meetings of the membership and Board of Directors. The president-elect, upon assuming office, will find an appropriate slate of officers and Board members to present at the next annual meeting and shall oversee the election.

6.4 The secretary shall be responsible for the records of the Chapter and shall have the minutes of the meetings prepared in proper order. The secretary shall conduct routine correspondence as instructed by the president and/or Board of Directors and shall see that records are transmitted to his/her successor at the completion of the term of office.

6.5 The treasurer shall be the chief financial officer of the Chapter. They shall see that regular financial statements are prepared in accordance with recognized

accounting principles; and shall report to the Board of Directors prior to each annual conference and may, under the direction of the Board, report to the full membership at any annual conference. The treasurer shall serve on the Conference Committee for the annual conference of the Chapter.

ARTICLE V. BOARD OF DIRECTORS

Section 1: Authority

There shall be a Board of Directors, also referred to in these bylaws as the Board, which shall consist of the five officers of the Chapter and four elected representatives from the membership at large.

Section 2: Directors

The directors shall be elected as provided for in Article VIII of these bylaws. Each director shall hold office for a term of two years, which shall commence at the close of the balloting. These terms will be staggered so that two Board members shall be elected annually. With a vacancy of three members-at-large the board can vote on either one or three year terms.

Section 3: Quorum

No business of the Chapter shall take place without a quorum present. A quorum shall be constructed by the presence of a constituted majority (more than 50 percent) of the currently occupied seats on the Board of Directors.

Section 4: Purpose

The purpose of the Board of Directors shall be to conduct the business of the chapter between the annual meetings.

Section 5: Meetings

The Board of Directors shall meet no less than twice each year. Special meetings of the Board shall be held only with the consent of the president and the approval of at least five members of the Board.

Section 6: Resignation

Any director of the Chapter may resign at any time by giving written notice to the Board of Directors or Officers of the Chapter. Such resignation shall take effect at the time specified therein, and unless otherwise specified, no acceptance of such resignation shall be necessary to make it effective.

Section 7: Removal of Directors

Any directors may be removed for cause such as not fulfilling duties outlined in Article IV (Officers) Section 6 (Duties of the Officers) by action of the Board of Directors, provided there is a quorum of the Board present and provided that written notice of removal is given to the director so removed.

Section 8: Vacancies

Vacancies occurring in the Board of Directors for any reason shall be filled by an appointment by the Board of Directors. Efforts should be made to maintain an appropriate balance of directors representing rehabilitation and education. A director appointed to fill a vacancy shall hold office for a term voted on by the board.

Section 9: Votes

Each member of the Board of Directors shall have the right to debate any question before the Board and other assembly of the Chapter, and shall have one vote. No officer or director shall be permitted to assign the vote possessed to anyone else.

Section 10: Policy Implementation

The Board of Directors shall have the authority to develop and implement policies and rules governing the orderly business of the Chapter. No policy or rule resulting from this authority shall be in conflict with or supersede these bylaws. Such policies and rules shall be the result of a majority vote of the Board, when a quorum is present and shall appear as a policy or rule in the same form as found in the approved minutes of the Board. Policies and rules shall be made available in written form to the membership for review upon request and shall be posted or distributed at the annual meeting of the Chapter.

ARTICLE VI. COMMITTEES

Section 1: Standing Committees

The Wisconsin Chapter shall have the following standing committees: Legislative, Conference, Bylaws, Outreach, Awards and Scholarship, and Digital Communications Management.

Section 2: Chairpersons

The chairpersons of each committee shall be appointed by the president.

Section 3: Committee Members

Committee members shall be selected by the committee chairperson from the membership at large, with the exception of the Conference Committee. The Conference Committee shall be selected by the Conference Committee chairperson from members and non-members involved in the education and rehabilitation of persons who are blind or visually impaired.

Section 4: Committee Reports

Each chairperson shall give a committee report at the annual meeting and at each Board meeting.

ARTICLE VII. MEETINGS

Section 1: Annual Meetings

The Chapter, under the direction of the Board of Directors, shall offer an annual conference or other continuing education opportunity for the membership. The Board of Directors shall provide an annual meeting for the Chapter, which shall be held via, video conference or in-person one time per calendar year. The time and agenda for the annual meeting will be sent to members at least 30 days in advance with one reminder.

1.1. Time and Place

The time and location of the annual conference and annual meeting shall be determined by the Board of Directors who shall notify the membership.

1.2. Purpose

The purpose of the annual conference shall be to promote the purposes of the Chapter and the interests of the membership. The purpose of the annual meeting shall be to conduct the business of the Chapter with the participation of all individual members.

Section 2: Special Meeting

Special meetings of the membership may be called at any time by the Board of Directors of the Chapter, or the Board shall entertain a request from any member or group of members for a special meeting of the Chapter. In the latter case the Board may, after determining the appropriateness of such a meeting, schedule a date which is not in direct conflict with previously established annual meetings of the Chapter or its region.

Section 3: Nondiscrimination

The Chapter shall make every reasonable effort to schedule and hold its meetings and conferences in a location where all members can freely participate and be fully accommodated without discrimination on the basis of sex, race, religion, sexual orientation, gender identity, national origin, or disability.

ARTICLE VIII. NOMINATIONS AND ELECTIONS

Section 1:-Nominations

The president-elect, upon assuming office, will find an appropriate slate of officers and Board members to present at the next annual meeting.

Section 2: Nominees

The president-elect shall select an appropriate slate of officers and Board members. This slate shall be presented for approval by the membership at the next annual meeting of the Chapter. In preparing a slate the president-elect shall provide the fullest possible representation from among the membership, both in terms of special areas of interest and geographic distribution. Additional nominations may be added during the annual meeting, as indicated in Article IV, Section 3.

Section 3: Slate of Candidates

Each candidate on the slate shall be asked to indicate willingness to serve before their names are placed into nomination.

Section 4: Voting

Elections shall be held by ballot pursuant to the procedures outlined in Sections 1, 2, and 3 established by the Board of Directors, held during or after the annual meeting by accessible means, which may include electronic means. Elections will be open for 7 days, so that members who are not present at the annual meeting have the opportunity to vote.

ARTICLE IX. AMENDMENTS

Section 1

These bylaws may be amended at any annual meeting or by accessible means, which may include electronic means involving the entire voting membership of the Chapter.

Section 2

Any proposed amendment shall originate in one of the following manners: (1) Submission by petition of 20 percent of the voting members of the Chapter, or (2) Submission by a majority vote of the Chapter Board of Directors.

Section 3: Notification

Any proposed amendment will be brought up for consideration by the Board at least fifteen (15) days after receipt. If approved, the matter will be submitted to the entire membership of the Chapter for their consideration at least thirty (30) days prior to a vote by the membership.

Section 4: Adoption of Amendments

Adoption of proposed amendments requires a quorum and affirmative vote of at least two-thirds of the voting membership present at an annual-meeting of the Chapter or the affirmation vote of at least two-thirds of the electronic ballots returned.

ARTICLE X. QUORUM

A quorum at the annual meeting shall be constituted by the presence of at least 20 percent of the voting membership.

ARTICLE XI. BUDGET AND FISCAL

Section 1

In addition to the Chapter's membership dues, the Wisconsin Chapter may accept gifts or donations from interested individuals or groups and may conduct fund-raising activities as approved by the Board of Directors and the membership.

Section 2

All income shall be received by the treasurer. All monies shall be deposited in accounts selected by the treasurer and approved by the president and the Board of Directors. All funds deposited shall be reported to the Board of Directors.

Section 3

Regular expenditures of the Wisconsin Chapter shall be made in accordance with a budget approved by the Board of Directors. The Board will specify the policies for payments and disbursements and those officers authorized to carry out those policies.

ARTICLE XII. PARLIAMENTARY AUTHORITY

The Wisconsin Chapter, except as otherwise provided in these bylaws or in rules adopted by the Board of Directors, shall be governed in all of its meetings by parliamentary law as contained in Robert's Rules of Order, Newly Revised.

ARTICLE XIII. ACTIVITIES AND DISSOLUTION OF ORGANIZATION

Said organization is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of Section 501 (c) (3) purposes. No substantial part of the activities of the organization shall be carrying on a propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not participate in activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or an organization,

contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Upon the dissolution of this organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code), or shall be distributed to the Federal government, or to a state or local government, for a public purpose. However, if a named recipient is not then in existence or no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).