

**BYLAWS OF
AUTISM ASSOCIATION OF NORTHEAST ARKANSAS
As Approved April 3, 2007
EIN 68-0644150**

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ARTICLE I - NAME, PURPOSE

Section 1: The name of the organization shall be Autism Association of Northeast Arkansas, Inc.

Section 2: The AANEA, Inc. is organized exclusively for charitable and educational purposes, more specifically to promote education and awareness of autism spectrum disorders in Northeast Arkansas.

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ARTICLE II – ELIGIBILITY FOR MEMBERSHIP

Section 1: Membership shall consist of any person interested in fulfilling the mission of the organization by educating themselves and/or others in Northeast Arkansas about autism spectrum disorders.

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ARTICLE III - ANNUAL MEETING

Section 1: Annual Meeting. The date of the regular annual meeting shall be set by the Executive Committee who shall also set the time and place.

Section 2: Special Meetings. Special meetings may be called by the Board of Directors or the Executive Committee.

Section 3: Notice. Notice of each meeting shall be given to each voting member via US mail, email or personal notification not less than ten days before the meeting.

AMENDMENTS

Section 1: June 30, 2007

The Annual Meeting shall be held annually in August.

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ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of the association, and delegates responsibility for day-to-day operations to the Executive Committee and appointed committees. The Board receives no compensation other than reasonable expenses associated with the association.

Section 2: Meetings. The Board shall meet at least once every quarter, at an agreed upon time and place.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

AMENDMENTS

SECTION 1:

January 7, 2008

The Board shall have up to 17 not fewer than 5 members.

February 7, 2008:

The Board shall be comprised 50% of parents of children with ASD.

November 6, 2008

Any expenditures over \$150 must have prior approval of the Board. AANEA shall reimburse expenses of any Board member acting as a representative of AANEA attending autism events held outside a 30 mile radius of Jonesboro, excluding regular Board meetings.

SECTION 2:

September 3, 2009

The Board shall meet bi-monthly beginning November, 2009.

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Section 4: Terms. Upon formation of the organization the President and Treasurer shall serve a two year term; vice president, secretary and special projects director will serve a one year term. Beginning with 2008 elections, the vice president, secretary and special projects director will then serve two year terms. All board members will serve one year terms. All will be eligible for re-election.

Section 5: Quorum. A quorum is established with 75% of the Board members before business can be transacted or voted upon.

Section 6: Notice. An official Board meeting requires that each Board member have written notice ten days in advance.

Section 7. Officers and Duties. There shall be four officers of the Board consisting of a President, Vice President, Secretary/Treasurer.

The duties are as follows:

The **President** shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, Secretary/Treasurer.

The **Vice-President** will chair committees on special subjects as designated by the Board.

The **Secretary/Treasurer** shall be responsible for keeping records of Board actions, including overseeing the taking of Minutes at all board meetings, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained. The Treasurer shall make a report at each Board meeting. Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

AMENDMENTS

Section 5: July 2, 2009

A quorum is 50% plus 1 Board members present

Section 7: September 3, 2009

The positions of Secretary and Treasurer shall be combined.

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Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Special Meetings. Special meetings of the Board shall be called by the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member shall receive written notice 10 days in advance.

AMENDMENTS

Section 8: September 8, 2009

Applicants to the Board will be interviewed by the Executive Committee and the Committee will make recommendations to the Board to be voted upon.

Section 9: January 7, 2008

A Board member shall be removed for excessive absences from the Board if s/he has three consecutive, unexcused absences.

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ARTICLE V - COMMITTEES

Section 1: The Board may create committees as needed, such as fundraising, scholarship, etc. The Board President, with recommendations from the Executive Committee, appoints all committee chairs.

Section 2: The three officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance Committee. The Treasurer is Chair of the Finance Committee, which shall include three additional Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

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ARTICLE VI – SCHOLARSHIPS

Section 1: Scholarships shall be recognized as awards for person (s) whose mission is to educate the public or provide services to a collective group through educational materials.

Section 2: Number of Committeemen. The Scholarship Committee shall consist of no fewer than three and no more than five board members. The appointments will run consecutive with the yearly calendar. Appointments will be made at the Annual Meeting in August. Appointees can serve up to two terms on the Scholarship Committee.

Section 3: The Scholarship Committee shall meet regularly as set by the Chairperson, review applications, and the Committee will approve scholarships and present a written, detailed report to the Board at each Board meeting.

Section 4: Budget. The Scholarship Committee will adhere to the budget set forth by the Finance Committee. No person(s) receiving a scholarship may do so more than one time per year.

AMENDMENTS

Section 3: November 6, 2008

The maximum scholarship award shall be \$150.00

Section 4: April 2, 2009

No Committee member can act alone in granting a scholarship.

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ARTICLE VII – STIPENDS

Section 1: Stipends shall be recognized as travel expense, per diem, conference registration fees or hotel fees in association with conference travel, or individual assistance that would enhance an educational or service oriented experience of someone with autism. Stipends for mileage and per diem shall be reimbursed in alignment with the fee schedule of the State of Arkansas.

Section 2: All stipend requests must be presented to the Scholarship/Stipend Committee for approval. All awards shall be presented to the Board by the Committee at regularly held Board meetings.

AMENDMENTS

Section 2: April 2, 2009

No Committee member can act alone in granting a stipend.

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ARTICLE VIII - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Executive Committee to be sent out with regular Board announcements.