

Association for Special Needs Activities and Programs, Inc. (A-SNAP)
Organized 2013 Incorporated 2013

BYLAWS

Article I

Section 1. There shall be no shareholders or corporate stock.

Article II – Officers (Executive Committee)

Section 1. The officers of this association shall consist of a president, vice president, treasurer and secretary and such subordinate or assistant officers as the board of directors, shall from time to time, appoint. They shall be elected in the manner hereinafter provided for, for a term of one year, or until their successor is elected.

Section 2. The officers listed in Article II, Section 1 shall also serve as members of the board of directors.

Section 3. Meetings of the executive committee shall be held on a monthly basis or as needed.

Section 4. The executive committee shall exercise all powers of the board of directors during the intervals between the meetings of the board of directors. All its proceedings shall be reported to the board of directors at its next succeeding meeting, and shall be subject to revision or change by the board of directors, provided to irrevocable rights of third parties shall be affected by such revision or change.

Section 5. A quorum of the executive committee shall consist of one-half (1/2) of the members of the committee and the affirmative vote of the majority of members present shall be required to pass any motion.

Article III - Duties of Officers (Executive Committee)

Section 1. The president shall, when present, preside over all meetings of the association, the board of directors and the executive committee, and shall serve ex-officio on all committees except the nominating committee. The president shall appoint the chairperson of all Ad Hoc Committees and may call special meetings necessary for the welfare of the organization. The president shall perform all duties incident to the office of president of the association and such other duties as, from time to time, may be assigned by the board of directors.

Section 2. The vice president shall preside at all meetings of the organization, board of directors and the executive committee in the absence of the president and shall perform such other duties as may from time to time be assigned by the board of directors.

Section 3. The treasurer shall give a bond for the faithful discharge of these duties if and when required by the board of directors. The treasurer shall deposit all funds of the association in such depositories as may be selected by the board of directors, pay all its bills and collect all moneys due to the association. The treasurer shall keep or cause to be kept full and accurate books of account containing a record of all purchases, of all moneys received and paid out for the association which books and accounts shall be constantly open to the inspection of each officer and director of the association; and in general shall render to the board of directors on request and at least once in each year, a full and clear statement showing the assets and liabilities of the association; and in general shall perform all the duties incident to the office of a treasurer of the association,

and such other duties as may be assigned to him/her by the board of directors. The treasurer shall use some form of accounting software such as Quicken.

Section 4. The president and treasurer may sign and execute in the name of the association all authorized deeds, mortgages, bonds, contracts, or other instruments with the approval of the board of directors except in cases in which the signing and execution thereof shall have been expressly delegated to some other officer or agent of the association.

Section 5. The secretary or designee shall attend all meetings of the association, directors and executive committee and shall keep full; true and accurate records of all business transacted at such meetings, and shall discharge all other duties properly pertaining to this office, and which may be attached thereto by the board of directors. The secretary shall have the custody of the record books of the association and shall give notice of all meetings of the association and directors in the manner prescribed by these bylaws. In the absence, incapacity of inability or refusal of the secretary to act, a temporary secretary shall be chosen by the board of directors.

Article IV - Board of Directors

Section 1. The board of directors shall consist of the president, vice president, treasurer, secretary and five (5) members additional members voted during the annual meeting, and one (1) additional member that receives direct benefits from A-SNAP

The Board of Directors shall consist of the four (4) members of the Executive Committee; five (5) members elected at large including one (1) additional member appointed from the six members of the board of directors shall be elected by the membership at the annual meeting.

Section 2. The members of the board of directors shall be elected for a one year term. The board shall be nominated with due consideration for representation within the professions, the business world, the trade organization, and parents and guardians of those who benefit from A-SNAP.

Section 3. There shall be regular meetings of the board of directors at such frequency (but at least two (2) times each year) and at such times and places (in Arlington) as the board shall determine. Special meetings shall be called at the request of four (4) members of the board of directors who shall state the purpose for which they desire a meeting.

Section 4. Duties of the Board of Directors

- a. The property, affairs and business of the association shall be managed and conducted by the board of directors.
- b. Create an annual budget for approval of the membership at the annual meeting.
- c. The board of directors shall develop and establish programs and services for special needs persons and families in cooperation with Department of Mental Health and other governmental agencies as the needs require.
- d. To solicit and receive funds to carry out its corporate purposes.
- e. Establish the following committees and review annually their duties and responsibilities:
 - i. Program – e.g. dances, pizza parties, etc.
 - ii. Web Page
 - iii. Newsletter – electronic and some paper on a monthly basis
 - iv. Country Store
 - v. Amie’s 5K Walk
 - vi. Annual Awards dinner
 - vii. Membership

- viii. Communication – e.g. collecting and disseminating events and photos to local media
- ix. Education

Section 5. Vacancies on the board of directors or in any other office shall be filled by the board of directors.

Section 6. Five members of the board of directors shall constitute a quorum and the affirmative vote of the majority of the members present shall be required to pass any motion, except to vote to adjourn when no quorum is present.

Section 7. A member may be dropped from the board of directors if absent from three consecutive meetings of the board, unless excused.

Article V- Elections

Section 1. Elections shall be held at the annual meeting (unless otherwise provided for by the board of directors).

Section 2. At the annual meeting, the nominating committee shall present to the membership a nominee for each of the four officer positions and for the five members at large for the board of directors.

Section 3. Additional nominations may be made from the floor for any office.

Section 4. A majority vote of the membership who is present shall be necessary to elect any officer or director.

Section 5. Election shall be by written ballot in the event of a contest for office. If there is no contest there shall be a voice vote.

Article VI - Nominating Committee

Section 1. A nominating committee and its chairperson shall be appointed by the president at the first meeting of the new fiscal year. The appointment of these committee members shall be approved by the board of directors.

Section 2. The nominating committee shall consist of a chairperson and two members.

Article VII - Ad Hoc Subcommittees

Section 1. The president may appoint any such subcommittees as may be deemed necessary by the board of directors to stand ad hoc for a specified period of time for the consideration of questions referred by the president.

Article VIII - Amendment

Section 1. This constitution and bylaws may be altered, amended or repealed by the affirmative vote of two-thirds (2/3) of the membership present and voting at any meeting; provided a written copy of any proposed amendment, alteration or repeal is sent to each director at least 14 days before the meeting at which it is to be considered.