

Vermont Association for Behavior Analysis
By-Laws

Article I - Name and Purpose

Section 1: Name

The name of the organization shall be "Vermont Association for Behavior Analysis".

Section 2: Purpose

Vermont Association for Behavior Analysis (herein after referred to as "VABA") is organized as a chapter of the Association for Behavior Analysis for professional, scientific, and education purposes.

The purpose of this association is:

- to promote the development of behavior analysis services within the state of Vermont;
- to support the development of professional credentialing for the practice of behavior analysis within the state of Vermont;
- to support the development of standards of practice for behavior analysis within the state of Vermont;
- to provide and promote educational opportunities regarding behavior analysis on both a professional and general information level to the membership of VABA and to the public at large;
- to promote and support the conduct of behavior analytic research within the state of Vermont.

Article II - Membership

Section 1: Eligibility

Application for voting membership shall be open to any current resident of Vermont or any individual working in Vermont that supports the purpose statement in Article I, Section II. Membership is granted after completion and receipt of a membership application and annual dues. All memberships shall be granted upon a majority vote of the board.

Section 2: Annual Dues

The amount required for annual dues shall be determined by a majority vote of the board on an annual basis. Continued membership is contingent upon being up-to-date on membership dues.

Section 3: ABA Membership Status

Membership in a chapter does not include membership in the Association for Behavior Analysis (ABA) and vice versa. VABA members who are not full or affiliate members of ABA may, however, apply for Chapter/Adjunct membership in ABA.

Section 4: Rights of Members

VABA members may vote in annual elections of board officers.

Section 5: Resignation and Termination

Any member may resign by filing a written resignation with the Secretary/Treasurer. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member can have their membership terminated by a majority vote of the board of directors.

Article III - Meetings of Members

Section 1: Regular Meetings

An annual meeting of the members shall take place in the fall, the specific date, time, and location of which will be designated by the chair. At the annual meeting, the members shall elect directors and officers, receive reports on the activities of the association, and advise the direction of the association for the coming year.

Section 2: Special Meetings

Special meetings may be called by the chair or a simple majority of the board of directors.

Section 3: Notice of Meetings

Printed notice of each meeting shall be given to each voting member, by mail, not less than two weeks prior to the meeting.

Section 4: Quorum

The members present at any properly noticed meeting shall constitute a quorum.

Section 5: Voting

All issues to be voted upon will be decided by a simple majority of those present at the meeting in which the vote takes place.

Article IV - Board of Directors

Section 1: Board Role, Size, and Compensation

The board is responsible for all decisions regarding the policies, procedures, and direction of VABA and delegates responsibility for day-to-day operations to the officers and committees. The board shall have up to seven (7), but no fewer than four (4) members. The board receives no compensation other than reasonable expenses.

Section 2: Eligibility for VABA Board Membership

Membership on the board of VABA is limited to full or affiliate members of ABA who are also members of VABA in good standing.

Section 3: Terms

With the exception of the founding board (see Article IV, Section 5 below) all board members shall serve two (2) year terms, but are eligible for reelection without limitation.

Section 4: Meetings and Notice

The board shall meet at least twice a year, at an agreed upon time and place. An official board meeting requires that each member have written notice at least two weeks in advance.

Section 5: Founding Board

The founding board is appointed by the founding chair (9/2004) and consists of four (4) officers: the chair, the vice chair, the secretary/treasurer, and an officer-at-large. These officers will serve two year terms. At the first board meeting, fall of 2004, up to three (3) additional directors will be appointed by the board to serve for one year until the fall 2005 membership meeting. At that meeting, the three one year appointed directors may run for elected two-year seats. The four founding officers may serve until the fall 2006 membership meeting, at which time they may run for elected two-year seats.

Section 6: Vacancies

When a vacancy exists on the board mid-term and that vacancy reduces the total board membership to less than four (4), the chair will appoint a replacement to serve until confirmation by a quorum of directors at the next scheduled board meeting.

Section 7: Quorum

A simple majority of the board must be present at a scheduled meeting for business transactions to take place and motions to pass.

Section 8: Officers and Duties

There shall be four (4) officers of the board, consisting of a chair, a vice chair, a secretary/treasurer, and an officer-at-large. Their duties are as follows:

The chair shall convene regularly scheduled board meetings, shall set the agenda for and preside at those meetings, or shall arrange for other officers of VABA to preside at such meetings in the following order: vice chair, secretary/treasurer, and officer-at-large.

The vice chair will relieve the chair and shall 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, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained. S/he will also make a finance report at each board meeting. The secretary/treasurer shall chair the finance committee, assist in preparation of the budget, help develop fundraising plans, and make financial information available to the board and the membership.

The officer-at-large shall assist the other officers as requested and shall chair committees on special subjects as requested by the board.

Section 9: Resignation, Termination, and Absences

Resignation from the board must be in writing and received by the secretary/treasurer. A

board member may be terminated at the discretion of the chair following two consecutive absences from noticed meetings. A board member may be removed for other reasons by a majority vote of the remaining directors with the chair casting the deciding vote in the event of a tie.

Section 10: Special Meetings

Special meetings of the board shall be called upon the request of the chair, or by any two (2) directors. Notices of special meetings shall be sent out by the secretary/treasurer at least two weeks in advance.

Article V - Committees

Section 1: Committee Formation

The board may create committees as needed, such as fundraising, education, legislation, etc.. The board chair appoints all committee chairs.

Section 2: Executive Committee

The four officers serve as members of the executive committee. Except for the power to amend the articles of incorporation and by-laws, the executive committee shall have all of the powers and authority of the full board of directors in the intervals between meetings, and is subject to the direction and control of the full board.

Section 3: Finance Committee

The secretary/treasurer is the chair of the finance committee, which includes a minimum of two (2) other board members. The finance committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget with other board members. The board must approve the budget and all expenditures must be within 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 association are public information and shall be made available to the membership, board members, and the public.

Article VI - Amendments

Section 1: Amendments

These by-laws may be amended, when deemed necessary, by a majority of the board of directors at any noticed meeting. Proposed amendments must be submitted to the secretary/treasurer to be sent out with regular board meeting announcements.

Certification

These by-laws were unanimously approved by teleconference of the founding board on September 6, 2004.