



## **Indiana Association of Behavioral Consultants By-Laws**

It is noted that the initial association By-Laws were adopted on 2/15/2002. It is further noted that subsequent amendments occurred on 11/22/2002, 1/16/2003, 3/21/2003, 05/21/2004, 8/1/06, 1/1/07, 2/3/11, 1/28/13, 12/14/14, 1/24/18, 12/7/21, and 11/1/24.

### **I. Association/Group Operation**

- A. INABC Mission – Through professional advocacy, support and development, IN-ABC promotes effective, ethical, and quality behavior services.
- B. Association meetings will be held quarterly. In general, meetings will be conducted on the third (3rd) Friday of the month, unless otherwise specified. The fourth meeting will be conducted at the annual conference.
- C. At least four meetings will be held each year. The exact number of meetings will be determined by the needs, as dictated by quorum at each scheduled meeting.
- D. A quorum will generally consist of a simple majority of Executive board members and association members present at any given meeting. For a quorum to exist, at least 15% of members of the association should be present. If less than 15% members are present at any given meeting (for continued group operation purposes, i.e., voting and progression of agenda items), quorum shall consist of the members present at such a meeting. In the event that quorum consists of less than 15% members present, voting regarding agenda items and other topics will be made available to members not present via proxy voting. Any voting by proxy shall be submitted to the Secretary (or non-voting administrative person depending on type of proxy voting) within 10 days, in order to be considered. All votes cast are not subject to change once submitted to the Secretary (or non-voting administrative person). The Secretary (or non-voting administrative person) will then tally the votes with verification of the results by the Executive Board, and disseminate the results to the membership. During in person voting, board members whose position is not up for re-election will count votes.

- E. Association consensus is meant to reflect the quorum decisions of each scheduled meeting.
- F. For all measures, including the election of association officers, calling for an association vote, two requirements must be present in order for the measure to pass or for an officer to be elected or otherwise affirmed. First, 51% of all present voting members within the accepted quorum must vote to pass the measure or elect the officer, and second, 51% of all represented voting agencies within the accepted quorum must also vote to pass the measure or elect the officer.
- G. The Executive Board will develop an agenda for each meeting.
- H. Meeting sessions will be limited to approximately two to two and one-half hours. Roundtable meetings may be called at the discretion of the association, as determined by quorum at each previously scheduled meeting. The Executive Board may also call a Roundtable meeting if deemed necessary by events between association meetings. Roundtables will be scheduled during the morning prior to the formal association meeting and will generally be one hour to one and one-half hour in length.
- I. Discussion to obtain consensus will be the prevailing procedure used at meetings. Parliamentary procedure will be used when a decision is to be recorded and transmitted as a recommendation.
- J. The Secretary for each meeting will record meeting minutes.
- K. The Secretary for each meeting will be responsible for the audit of all votes occurring during the meeting to affirm that first, 51% of all present voting members within the accepted quorum voted to pass the measure or elect the officer in question, and second, that 51% of all represented voting agencies within the accepted quorum also voted to pass the measure or elect the officer in question.
- L. The meeting minutes will be distributed to each member and appropriate agencies within 2 weeks after the association meeting.

- M. Emergency Meetings: the Executive Board may call emergency meetings of the association members, as needs dictate. No final voting is to take place at any Emergency Meeting. Members will be notified of Emergency Meetings and may vote on issues by proxy, if necessary. Procedures for tallying results and distributing such are described above in B.
- N. Annual dues shall be used for general administrative purposes (i.e., postage, office supplies, memberships in other professional organizations, website development & hosting, stipends, lawyer fees, lobbyist fees, charitable giving etc.). Annual dues will be reviewed annually by the board and shared with the membership at the conference for the following year.
- O. Annual dues are to be received by the Treasurer no later than the second Association meeting of any given year. Allowances may be made, pending association consensus.
- P. New members will be accepted at anytime throughout the year and be recognized as voting members only after annual dues are received. Individuals or agencies joining late in the calendar year may have dues prorated or waived, as agreed upon by the association.
- Q. The by-laws may be amended from time to time as deemed necessary by association consensus. Such amendments will be made in writing and presented at the upcoming association meeting for review.

## **II. Executive Board Membership**

- A. An individual association member shall be eligible for nomination to the Executive Board after the individual has been an association member (either individually or as an agency employee, or any combination thereof) for a period of 24 months while also having been present at 66% of association meetings for the preceding 12 months. A member can run for an office at the year-end election of their 2<sup>nd</sup> year with the completion of 2 years occurring prior to their position beginning.
- B. Officers will be elected by a simple majority of all participating Association members, within the guidelines set in By-Law section I., subsection F.
- C. Officers will serve a two-year rotating term. If vacancies emerge, Executive Board Members shall be determined by the simple majority vote of “association/group” members.
- D. Nominations for other calendar year applicable executive board positions will be open for nomination, voting, and consensus, as the calendar year progresses.

- E. Officers will be nominated at the last meeting of each year, i.e, Fall Conference. New officers will take their office during the first month of the new year. For fiscal and calendar years, each year shall begin in the month of January of each year.
- F. Officers will include a President, Vice-President, Treasurer, Secretary, and three (3) At-Large positions, and the liaison (without voting ability). (Please see Board Position Description document for detailed responsibilities). For the purposes of the first year, a “First year” member held the past-president position.
- G. All seven Executive Board members are to be elected to a two-year rotating term each given year.
- H. The Executive Board may be occupied by no more than two individuals employed by the same agency.
- I. No two individuals related, living in the same household, or marriage/domestic partnership that would violate the conflict of interest policy may occupy the Executive Board.
- J. No confidence policy... Any member of the Executive Board may be removed with or without cause, at any time, by a vote of two-thirds (2/3) majority, or 4 of 6 voting Executive Board Members, if in their judgment the best interest of the Association would be served thereby. Anyone who has been removed as a member of the Board of Directors shall automatically be removed from office.
- K. Vacancies - Whenever any vacancy occurs in the Executive Board it shall be filled without undue delay for a temporary appointment by a majority vote of the remaining members of the Board of Directors. Vacancies may be created and filled according to specific methods approved by the Board of Directors. Temporary appointments will be put to vote before the full association’s membership when needed.
- L. Non-voting members – administrative positions – providing support for website, CEU certificates, virtual membership meeting invites, technical support, etc. These members may be requested to attend board meetings or be included in emails with board members, but do not have a vote in board decisions.

### **III. Committees**

- A. Standing committees were/are established as needed by board. Committee reports will be submitted to board prior to quarterly membership meetings in which it will be discussed. Membership does not need to approve committee reports.
- B. Committees may consist of a minimum number of three members and a maximum number of seven members. However, ad hoc or time-limited committees may consist of any number of participants. If a committee does not have the minimum number of members, the Board of Directors becomes that committee until such time as the minimum number of board members can be met.
- C. Each committee will have specific duties and tasks to accomplish throughout the year. Such duties and tasks are outlined in a separate document.
- D. Committees will elect their own chairpersons.

- E. Individuals joining a committee (due to a vacancy in the committee and expressed interest of the member) must complete an orientation to the committee prior to becoming an active member. The committee chairperson maintains this responsibility. This will include a review of the mission of the committee, goals, and current projects or tasks. The new committee member will be eligible to be a voting member at the next scheduled committee meeting after the orientation.
- F. Each committee must have at least one Executive Board member; however, this member cannot chair the committee.
- G. Discussion to obtain consensus will be the prevailing procedure used at committee meetings. Parliamentary procedure will be used when a decision is to be recorded and transmitted as a recommendation.
- H. Each committee must take minutes and forward them to the Secretary of the Executive Board. Standing committees must notify committee members of scheduled meetings outside of the usual meetings prior to the association meeting.
- I. "Committee" should meet at least quarterly (at their respective discretion) to discuss issues related to their specific committee, and communicate their minutes to the "Executive Board" after each meeting.
- J. Established committees may disband when they have completed their given task upon Association membership approval. New committees must be formed as the Association membership determines based on needs.

#### **IV. Committee Development /Protocol**

- A. Each committee must have an Executive Board member present. However, this person cannot chair the committee.
- B. Each Association member may only sit/serve on one committee.
- C. Each Committee is to elect their (its) own Chairperson.
- D. The executive board member serving the advisory role on the committee and the current Association president have the ability to affirm the decisions of the committee Chairperson.
- E. The Chairperson of each Committee will be required to make Committee information available to any interested parties. Committee meeting minutes will be sent to the president and secretary.
- F. There shall be no limit in regard to how long a committee chair may serve providing the individual continues to be annually affirmed as the chairperson of the respective committee.
- G. Due to potentially sensitive discussions and materials, a committee, at their discretion, may hold "closed" meetings which only respective committee members may attend. However, if a meeting is to be closed, the association president must also be in attendance.

- H. Committee members must be present to vote, be nominated, etc.
- I. In order to maintain membership on a committee, a committee member must attend 66% (2/3) of committee meetings for a consecutive 12-month period. Further, three consecutive missed meetings is grounds for dismissal from a committee.
- J. Committees reserve the right to not accept voting, nominations, etc., by proxy or in absentia.
- K. Each Committee must ensure that one-third (1/3rd) of the majority vote must not be representative of any one organization/agency/member.
- L. Committees shall report any incident of a committee member that is disruptive or hostile in committee meetings to the Executive Board. Individual committees reserve the right to relieve any member of their membership to the committee based upon a majority vote of the particular committee.

#### **V. Member Responsibilities**

- A. Any individuals or organizations who support INABC mission vision and values to provide behavioral consultation services to individuals with intellectual and Developmental Disabilities in the State of Indiana are encouraged to join as members, at any time throughout the year. Membership will vote on any expenditure that is above the annual approved budget, changes in board positions, including liaison, any substantial changes that are outside the bylaws, a 1-time initiative outside the bylaws, and for any significant financial, legal or program related matters. Note: decisions regarding adding or removing committees, changes in chair positions, financial changes within the approved annual budget will be voted on by executive board members only.
- B. Members are expected to attend Association meetings. Members must be present to vote, be nominated, etc. Voting in person will be preferred, however, voting is allowed electronically and is at the discretion of the executive board as needed. Membership meetings may occur virtually (or voting outside of membership meeting schedule) and will require fillable form voting for decisions on board positions, liaison position, or other voting requested by the executive board.
- C. Each member is expected to study the issues or problems, which come before the respective committees in order to contribute to the resolution process.
- D. Members must agree, upon joining INABC, to the INABC Ethical Standards (this resource can be found at [inabc.org](http://inabc.org)).
- E. Ethics violations are to be reported, via the ethics complaint form available on the INABC web page, to the Ethics Committee Chairman. The procedure is also available on the INABC web page ([www.inabc.org](http://www.inabc.org))

- F. Voting to remove a member of INABC: If a current member of INABC violates ethical standards set by INABC association, willingly obstructs mission of the association, or the board receives a substantiated ethics complaint through the ethics committee complaint process, a vote will be called to remove said member from the association membership. The decision will be majority vote of executive board members.

## **VI. Liaison Responsibilities**

- A. The paid position will be the Professional Liaison, who acts as the representative of IN ABC at the state level and shall present the views of IN ABC membership and work toward supporting and enhancing the profession of Behavioral Support Services. The Liaison is not a voting member of the board.
- B. The primary responsibility of this role is to act on behalf of the greater good of all people with intellectual and developmental disabilities, as well as protecting the interest of all behavioral consultants who support them.
- C. While primary partnerships are maintained with INARF, The Arc of Indiana and The Division of Disability and Rehabilitative Services, the Professional Liaison is also available, and often advocates, for our profession with regard to legislative issues, best practice and quality assurance.
- D. Current assignments unique to the role currently include involvement with: DD Advisory Council (Under the authority of IC 12-9-4), and other committees as appointed by the division.
- E. The executive board will appoint and affirm the liaison for a one-year term. This appointment is then affirmed by the membership. There shall be no limit in regard to how long a liaison may serve providing the individual continues to be annually affirmed by the executive board.
- F. No confidence policy... The liaison may be removed with or without cause, at any time, by a vote of two-thirds (2/3) majority, or 4 of 7 voting Executive Board Members, if in their judgment the best interest of the Association would be served thereby.
- G. The Liaison position stipend shall be decided based upon the organization's fiscal outlook and voted upon by membership.
- H. The liaison assists IN ABC in DDRS, IN-ARF, ARC of Indiana, CMOs and legislative contacts to respond to changes in state policy affecting the profession of behavioral support services.
- I. The liaison connects with IN ABC members and other related professional agencies through email, phone contacts, and stakeholder meetings to assist with interpreting and advancing information pertaining to Behavioral Support Services.
- J. The liaison updates and maintains contact with the executive board president at least once per month and provides periodic reports and recommendations to the Executive Board at least once every 60 days.
- K. The liaison confers with representatives of other state and national agencies.

- L. The liaison plans or conducts surveys as necessary and/ or facilitates sub committees to address various requests for information.
- M. The liaison prepares reports to update IN ABC membership on activities at the state and national level to be presented at each association meeting.
- N. The liaison plans and implements relevant conference presentations and exhibits.
- O. INABC recognizes that the role of Professional Liaison is not a full time job, nor does it preclude the appointed liaison from engagement in independent professional endeavors in his or her own right with his or her own agency affiliations. INABC expects that the Professional Liaison will be clear to every audience about who he or she is representing at all times. INABC By-Laws page 8
- P. Due to the intricacies of the position and the length of time to find an adequate replacement, the liaison will provide a 90-day notice, if at all possible, should he or she decide to resign from the position.
- Q. If a tragedy occurs that prevents a 90-day notice or the liaison is unable to fulfill the duties of the position, the current president will fill the position until such time that the executive board can appoint a replacement.
- R. The executive board will convene within 60 days to attempt to fill any vacancy in the liaison position. Note revision dates per Director within that position per year.

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