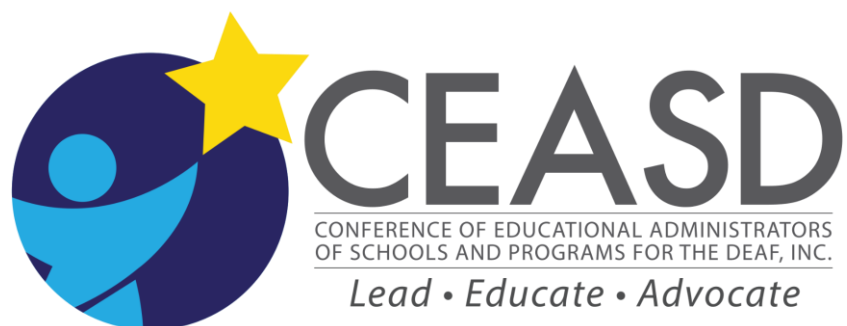


The Conference of Educational Administrators of Schools and Programs for the Deaf

CONSTITUTION AND BYLAWS



**Revisions last approved
at the April 2024 Business Meeting**

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CONSTITUTION AND BYLAWS

CONFERENCE OF EDUCATIONAL ADMINISTRATORS OF SCHOOLS AND PROGRAMS FOR THE DEAF, INC.

ARTICLE I. NAME

Section 1.1 This organization shall be known as the Conference of Educational Administrators of Schools and Programs for the Deaf, Inc. (CEASD), hereafter referred to as the CEASD

ARTICLE II. MISSION and PURPOSE

Section 2.1 Vision: Deaf children will thrive.

Mission: CEASD supports and promotes effective school leadership to advance education programs for deaf and hard of hearing children.

Section 2.2 In furtherance of the mission of the organization, the CEASD shall:

- (a) expand the capability of member schools to ensure successful educational outcomes for students who are deaf and hard of hearing;
- (b) provide leadership and advocacy in the development of public policy related to services that produce those successful educational outcomes;
- (c) promote and enhance the professional growth of its members through conferences and workshops;
- (d) recognize outstanding members with honors, awards and leadership citations; and
- (e) formulate and promote guidelines and best practices for the use in accreditation of member schools.

ARTICLE III. FULL MEMBERSHIP

Section 3.1 Membership in this CEASD shall be limited to schools, programs, program service centers, and governmental units, as defined in this Article, which provide services for individuals who are deaf. Administrators as defined herein shall represent such membership.

Section 3.2 A "school" is an organization whose primary focus is the education of deaf students and the provision of services at one or more of the following levels: early childhood, elementary, secondary, and postsecondary continuing education.

Section 3.3 Programs and program service centers are instructional and/or evaluative components whose major focus is to deliver services to deaf students or to train those who will provide direct educational services. These components are located within a larger organization whose overall purpose may not be to serve the deaf.

Section 3.4 Governmental units are state, provincial, and national administrative units whose major focus is to deliver services to deaf individuals. Such governmental units are located within a larger agency whose overall purpose may not be to serve the deaf.

Section 3.5 An administrator is the person responsible for managing, coordinating, supervising, or directing activities concerned with educational and related needs of deaf persons in schools, programs, program service centers, or governmental units.

Section 3.6 Voting representatives from member organizations are represented by the highest ranking administrator and may include other administrators. Such administrators will be represented in proportion to the type of organization, the type of population served, and/or the extent of services as defined in the membership.

Section 3.7 The membership formulae are based on the type of organization involved. Membership formulae for schools, day classes, postsecondary programs, professional training programs, program service centers and governmental units are specified in the following sections.

Section 3.8 Representation of schools shall be by the highest ranking administrator. Additional membership(s) shall be made available to other administrators so designated by the highest ranking administrator in accordance with the following criteria:

2.1.1 The designated administrators must be in an administrative capacity requiring at least 75% of his/her time directly related to the education of the deaf.

2.1.2 Additional membership(s) will be provided on the basis of the following:

Number of Students*	Membership
40-100	highest ranking administrator
101-200	highest ranking administrator plus 1
201-300	highest ranking administrator plus 2
301-400	highest ranking administrator plus 3
401 and over	highest ranking administrator plus 4

*individual students enrolled, not full-time equivalent (FTE)

Section 3.9 Representation of day classes shall be by that person primarily responsible for the administration of the day classes involved serving at least 15% of allocated time in an administrative capacity. The determination of an administrator to represent day classes shall be made by the appropriate highest ranking administrator of the school system. Additional memberships shall be made available to other administrators as designated by the appropriate highest ranking administrator in accordance with the following criteria:

2.2.1 Additional members must serve in an administrative capacity requiring at least 75% of allocated time directly related to the education of the deaf.

2.2.2 Additional membership(s) will be provided on the basis of the following:

Number of students*	Membership
40-100	highest ranking administrator
100-200	highest ranking administrator plus 1
201-300	highest ranking administrator plus 2
301-400	highest ranking administrator plus 3
401 and over	highest ranking administrator plus 4

*individual students enrolled, not full-time equivalent (FTE)

Section 3.10 Representation of postsecondary programs for the deaf shall be by the highest ranking person responsible for the administration of the program involved serving at least 75%

of allocated time in an administrative capacity directly related to the education of the deaf. The appropriate highest ranking administrator of the postsecondary program shall make that determination. Additional membership(s) shall be made available to other administrators so designated by the appropriate highest ranking administrator in accordance with the following criteria:

2.3.1 Additional member(s) must be in an administrative capacity at least 75% of allocated time directly related to the education of the deaf.

2.3.2 Additional membership(s) will be provided on the basis of the following:

Number of students*	Membership
40-100	administrator
101-200	administrator plus 1
201-300	administrator plus 2
301-400	administrator plus 3
401 and over	administrator plus 4

*individual students enrolled, not full-time equivalent (FTE)

Section 3.11 Representation of program service centers shall be by the person primarily responsible for the administration of the service center involved serving at least 75% of allocated time in an administrative capacity dealing with services related directly to deaf individuals. The program service center is eligible for one membership.

Section 3.12 Representation of governmental units shall be by that person primarily responsible for the administration of state, provincial, and national agencies providing service to deaf individuals or in support of schools and programs for serving the deaf. The representative shall devote at least 75% of allocated time directly related to the deaf in this administrative capacity. Each government unit described above is eligible for one membership.

Section 3.13 Representation of college/university professional training programs in the area of the deaf shall be by that person primarily responsible for the administration of the professional training program involved. This professional training program shall be eligible for one membership.

Section 3.14 No school or program shall have more than five (5) full memberships in the Conference.

ARTICLE IV. ASSOCIATE MEMBERS

Section 4.1 Associate memberships may be granted to professional personnel serving in an administrative capacity in member schools or organizations or any other public or private entity upon payment of annual dues.

Section 4.2 An associate member may participate in the deliberations of the meetings of the CEASD and may serve on committees or may be appointed as an at-large member of the Board.

Section 4.3 Associate members may not vote except when designated in writing as a proxy by a voting representative of their member school, program, program service center, or governmental unit.

ARTICLE V. EMERITUS MEMBERS

Section 5.1 Emeritus Memberships may be recommended by Member Schools or by any Member of the Board for individuals who are retired and have served the field of Deaf Education for a minimum of 20 years and participated in CEASD for a portion of their professional career. The Members of the Board will vote to approve Emeritus membership status.

Section 5.2 Emeritus Members will not pay dues. Membership will last for up to 5 years post retirement. Emeritus Members will be invited to attend the annual conference but are responsible to pay if they wish to attend the closing banquet.

Section 5.3 Emeritus Members may be called upon by Members of the Board for their participation on committees but they may not be Members of the Board themselves

Section 5.4 The Members of the Board will maintain the list of Emeritus Members.

ARTICLE VI. QUALIFICATIONS OF MEMBERS

Section 6.1 Qualification of an organization for membership in the CEASD rests with the Executive Committee (officers of the organization) and membership decisions can be appealed to the Members of the Board.

Section 6.2 At each regular meeting of the CEASD, the secretary shall make available to all members attending, a list of names of all voting representatives of member organizations, and another list of associate members in good standing.

ARTICLE VII. DUES

Section 7.1 Annual dues to the CEASD shall be determined by the Members of the Board.

Section 7.2 Only representatives of organizations for which dues have been paid shall be entitled to vote.

ARTICLE VIII. OFFICERS

Section 8.1 The officers of the CEASD shall be a president, president-elect, secretary, and treasurer. These officers shall perform the duties described by this Constitution and Bylaws and by the parliamentary authority adopted by the CEASD.

Section 8.2 President: The president shall call and preside at the meetings of the CEASD and of the Members of the Board; appoint all standing committee chairpersons; serve as an ex-officio member of all committees; carry out and/or cause to be carried out the policies, bylaws, and resolutions of the CEASD; make an annual report to the CEASD; prepare a plan of activities, agenda, and annual budget; develop a charge to new committee members of the following biennium, and serve as custodian of the organization's records.

Section 8.3 President-Elect: The president-elect shall serve in place of the president with his/her authority in case of his/her absence or disability; prepare a draft of the complete Conference program for approval of the Members of the Board; serve as Program Committee chairperson of the annual Conference meeting; and work under the direction of the president.

Section 8.4 Secretary: The secretary shall keep the minutes of the meetings of the CEASD and of the Members of the Board and perform such other secretarial duties as may be required.

- Section 8.5 Treasurer: The Executive Director and Treasurer will collaborate on organization finances. They will jointly present the annual budget and regular presentation of financial reports to the Members of the Board, ensuring financial transparency. Additionally, with Members of the Board's approval and oversight, the Executive Director manages the organization's bank accounts and investments.
- Section 8.6 Executive Director: When it is considered provident, the Board of Directors shall be empowered to retain the services of a non-voting financially-compensated Executive Director to serve the organization and to perform such duties as the Members of the Board may prescribe.
- Section 8.7 The terms of the president, president-elect, secretary and treasurer shall be two (2) years, beginning immediately following the conclusion of the annual conference of each even-numbered year, or the president-elect shall be the nominee for president
- Section 8.8 In the absence or disability of the president and president-elect, the Members of the Board shall choose an officer to preside pro tem.
- Section 8.9 At the time of election to the Board there may be no more than two representatives from a member organization and not more than one representative of any one member organization elected as an officer.
- Section 8.10 No officers or directors shall receive any salary or payment for his or her services.
- Section 8.11 Individuals running for President and President-Elect positions must be employed as the highest ranking administrators at their school or program serving deaf students.

ARTICLE IX. MEETINGS

- Section 9.1 The deliberations of the CEASD and its committees shall be governed by the parliamentary rules and usages contained in the then current edition of "Robert's Rules of Order, Newly Revised", when not in conflict with the Constitution and Bylaws or adopted rules of the CEASD.
- Section 9.2 Regular meetings of the CEASD shall be held annually at a time and place designated by the CEASD. Notice of the annual meeting shall be distributed to the members through official correspondence at least 60 days in advance of the meeting.
- Section 9.3 A quorum to conduct the business of the CEASD shall consist of 25% of the member organizations.
- Section 9.4 A voting representative of a member organization is entitled to one vote.
- Section 9.5 A voting representative or an associate member of a member organization may vote by proxy for an absent voting representative from the same organization provided that a written authorization has been submitted to the secretary or elections chairperson by the time of registration at the conference. Failure to do so may result in loss of voting privileges.

ARTICLE X. DUTIES OF MEMBERS OF THE BOARD

- Section 10.1 The Members of the Board are responsible for the membership of the CEASD from whom it has derived authority. It shall have charge of the affairs of the CEASD between meetings. It shall be governed by the Constitution and Bylaws adopted by the CEASD and shall submit a report of its activities at each regular meeting. In addition to other powers, the Members of the Board shall:

- (a) study and take appropriate action on the various resolutions of the CEASD;
- (b) recommend to the president the establishment of special committees to develop and/or study position papers submitted for CEASD adoption;
- (c) approve the annual budget of the CEASD;
- (d) review and approve recommendations from the Accreditation Chairperson for member school accreditation;
- (e) approve for consideration by the members all changes in the Constitution and Bylaws;
- (f) accept, at its discretion, gifts and requests on behalf of the CEASD;
- (g) select dates and locations of annual conferences and Board meetings;
- (h) make membership decisions as requested; and
- (i) retain the services of an executive director and a government relations staff person to assist in executing the mission of the organization.

- Section 10.2 The Members of the Board of the CEASD shall be comprised of the president, president-elect, secretary, treasurer, nine (9) elected directors, and three (3) appointed members at-large in order to ensure diverse representation on the Board. At-large appointees must be full or associate members of the CEASD and shall have the same authority and privileges accorded to the elected members of the Members of the Board. At-large members shall serve during the two-year term of the president making their appointment.
- Section 10.3 Three (3) at-large appointees shall be members of the Members of the Board for a term of two (2) years. The nine (9) elected members of the Members of the Board shall serve for terms of three (3) years, three (3) being elected each year at the regular meeting of the CEASD, assuming office immediately following the conclusion of the annual conference. All board members shall be voting representatives of member organizations or Associate members.
- Section 10.4 The president shall be the chairperson of the Members of the Board.
- Section 10.5 In case of a vacated office, the Members of the Board shall appoint an officer pro tem and call for an election at the next regular CEASD meeting to fill the vacancy.
- Section 10.6 Meetings of the Members of the Board may be called by the president. Written notice of such meetings shall be given 30 days in advance. Where a quorum of the Members of the Board cannot be obtained, a written/electronic poll of the officers or Members of the Board may be substituted.
- Section 10.7 A quorum of the Members of the Board shall consist of a majority of Members of the Board.
- Section 10.8 Only voting representatives in good standing shall be eligible for election to office on the Members of the Board. If a representative elected to an office moves to another position, he/she retains office as long as the eligibility for office is maintained. In the event that an irregularity is found a vacancy shall be declared.

Section 10.9 The CEASD executive committee's authority derives from the authority of the Board, and is composed of the president, president-elect, treasurer, secretary, and one at-large member selected by the full Board. Given that the CEASD Board is geographically dispersed, the executive committee is authorized to meet as needed to address and make recommendations to the full board on urgent and/or time sensitive matters. The executive committee provides a mechanism for board leaders to engage, within the limits set by board, in decision-making, oversight, and communication on important organizational matters. The executive committee must report to the board in writing or at the board's next meeting on any official actions it has taken.

ARTICLE XI. COMMITTEES

Section 11.1 There shall be the following standing committees:

1. Diversity Equity & Inclusion
2. Accreditation of Schools & Programs
3. Honors & Awards
4. Nominations & Elections
5. Finance Committee

Section 11.2 The standing committees shall consist of not less than three (3) members. The chairperson shall be appointed by the president for the term of his/her office. Members of the committees may be appointed at the will of the president or by the committee chairperson. Subcommittees reflecting strategic plan work may reside within these committees.

Section 11.3 Chairpersons shall be responsible for keeping minutes, records of the committees' activities, and the preparation of an annual report to the CEASD at its regular meeting. A copy of the annual report shall be submitted to the secretary. A file containing all of the above information shall be given to the succeeding chairpersons.

Section 11.4 All standing committees shall include liaison persons from among the Members of the Board, appointed by the president, to assist them with their work and reporting functions.

Section 11.5 Nominations and Elections Committee: A Nominating and Elections committee of three (3) qualified members shall publish an official notice of the CEASD of vacancies and a call for nominations not less than one (1) month prior to the next scheduled election. It shall prepare a slate of nominees. This slate shall be presented at the meeting during which election is to take place. Nominations for each office may be made from the floor. In the event of more than one (1) nominee, ballots shall be cast and the member receiving a majority of the votes shall be declared elected. In case there is not a majority recorded on the first ballot, a second ballot shall be provided on which only the names of the two having the largest number of votes on the previous ballot shall appear. In case of a tie vote for the first or second place on the ballot, the names of all candidates involved in such a tie shall be included. Subsequent ballots, if necessary, are to be governed by similar regulations.

Section 11.6 There shall be joint participation in joint administrative committees and any future committees that arise from new partnerships or collaborations. The representative of the CEASD on each committee shall consult the president on matters that may lead to action or financial commitment from the CEASD and the commitment will be vetted through the Partnership Collaboration Evaluation and voted upon by the Members of the Board . Examples of such committees are:

1. American Annals of the Deaf
2. Council on Education of the Deaf

- Section 11.7 American Annals of the Deaf: This committee shall consist of three (3) members representing the CEASD, appointed by the president, to serve with representatives of the Council of American Instructors of the Deaf (CAID). The president of the CEASD shall name the chairperson of the Committee in cooperation with the president of CAID. The committee shall be responsible for the management and fiscal control of the Annals, and shall elect its editors(s) who shall perform such duties as may be prescribed. The Committee chairperson shall keep the sponsoring organizations informed as to progress, problems, and related matters.
- Section 11.8 Council on Education of the Deaf (CED): The president shall appoint a representative to serve as CEASD representative on CED. The appointed representative shall be responsible for making periodic reports to the president and the Members of the Board on the activities and agenda of CED.
- Section 11.9 Special Committees: The president shall appoint ad hoc committees as may be required to carry out the work of the organization.

ARTICLE XII. PARLIAMENTARY AUTHORITY

- Section 12.1 The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the CEASD and its committees in all cases to which they are applicable and in which they are not inconsistent with this Constitution and Bylaws and any special rules of order the CEASD may adopt.

ARTICLE XIII. AMENDMENTS

- Section 13.1 This Constitution and Bylaws may be amended by the affirmative vote of at least two-thirds (2/3) of the voting representatives of member organizations present (including valid proxy votes) at any regularly called meeting at which a quorum is present, provided that previous notice has been given to all organizations at least 30 days prior to the meeting.

ARTICLE XIV. ADOPTION

- Section 14.1 This Constitution and Bylaws shall become effective immediately upon adoption and shall supersede any and all prior constitution and bylaws governing this, the Conference of Educational Administrators of Schools and Programs for the Deaf, Inc. provided that no member's terms of office for which he/she has been duly elected under a previous constitution and bylaws shall expire prior to the term previously designated and notwithstanding the fact that the membership of a committee may exceed the number herein provided for a period not exceeding three (3) years.

Approved: April 20, 2024
Vision and Mission updated: April 28, 2019
Quorum definition updated: April 24, 2022