Bylaws for
WASHTENAW ASSOCIATION FOR COMMUNITY ADVOCACY

Approved Feb 19, 2025 - Special Membership Meeting

ARTICLE I – NAME AND PURPOSE

Section 1: The name of this organization shall be The Washtenaw Association for Community Advocacy. In this document is referred to as the WACA.

Section 2: The purpose of the WACA is to empower people with intellectual & developmental disabilities, living in Washtenaw County Michigan, to participate fully in community life.

Section 3: The WACA is a Chapter of the Arc of the United States. It is also affiliated with the Arc of Michigan.

ARTICLE II – MEMBERSHIP

Section 1: Membership in the WACA is open to all interested parties.

Section 2: Membership fee schedule shall be established by either a two-thirds majority of the Board of Directors or by a simple majority vote of the general membership. The membership fee schedule shall be reviewed every two years by the Board.

See attached appendix for the most current membership fee schedule.

ARTICLE III – MEETINGS OF MEMBERS

Section 1: The Annual Meeting of members shall be held each year during October or November. The specific date, time and location of which will be designated by the Board of Directors in consultation with the President/CEO.

Section 2: A list of candidates for Board membership will be distributed to the general membership two weeks prior to the Annual Meeting.

Section 3: New Directors will be elected at the Annual Meeting. In addition, current Directors who are eligible to serve additional terms will be reelected.

Section 4: Special Meetings of the general membership may be called by the Board Chair, the Executive Committee or a simple majority of the Board of Directors.

Section 5: A printed notice of each special meeting shall be sent by mail or email to each member no less than two weeks prior to the meeting.

Section 6: The members present at any properly announced meeting shall constitute a quorum.

Section 7: All issues to be voted on shall be decided by a simple majority of those present at the meeting.

ARTICLE IV – FISCAL YEAR

The fiscal year shall begin on January 1 and end on December 31.

ARTICLE V – BOARD OF DIRECTORS

Section 1: The Board of Directors is responsible for the overall policy and directions of the WACA. The Board delegates responsibility for day-to-day operations to the President/CEO. The Board shall employ the President/CEO to administer and manage the affairs of the WACA. The Board shall prescribe the duties and terms of employment. The President/CEO shall employ and deploy all other staff as is necessary to fulfill the mission of the WACA and is responsible to the Board of Directors. The Board shall exercise all other power inherent in the WACA except those expressly reserved for the membership.

Section 2: The Board shall consist of up to sixteen but no fewer than seven Directors including the Directors and the immediate past Chair of the Board. The President/CEO attends Board Meetings and has a vote.

Section 3: A majority of the Directors shall constitute a quorum. All issues to be voted on shall be decided by a simple majority of those present, providing there is a quorum present.

Section 4: New and returning Directors will assume their positions January 1st following election at the Annual Meeting.

Section 5: The Board shall meet at least eight (8) times per year, including the Annual Meeting. The board schedule may be altered for holidays, weather or other reasons at the discretion of the Chair and President/CEO. Each January, the Board will set the meeting schedule for the year. If a duly elected Director is absent from 3 or more regularly scheduled meetings in a given year, she/he may be asked to resign from the Board. Chair and President/CEO will discuss.

Section 6: An official Board Meeting requires that each Director receives a printed notice by mail or email at least one (1) week in advance of the meeting, including any pertinent information needed for the meeting.

Section 7: Board Directors shall serve two (2)-year terms and are eligible to serve for up to 5 consecutive terms. A Board Director who has served for five (5) consecutive terms must not serve for at least one year before serving again as a Board Director, but may continue to serve on Board Committees.

Section 8: Special Meetings of the Board may be called by the Chair of the Board or the Secretary upon written request of three (3) Board of Directors.

Section 9: All members of the WACA may attend Board Meetings and speak with the Directors, but may not vote.

ARTICLE VI – BOARD OFFICERS

Section 1: Officers of the Board will be elected by Board Directors at the December Board of Directors Meeting. The positions include Chair, Vice-Chair, Secretary and Treasurer. They will take office effective January 1st of the following year.

Section 2: No Officer shall serve more than three (3) consecutive years in one office.

ARTICLE VII – DUTIES OF OFFICERS OF THE BOARD

Section 1: The Chair of the Board shall preside at all meetings of the WACA and the Board of Directors. With the approval of the Board, the Chair shall appoint the Chairpersons of all committees including the nominating committee and will supervise committee work. She/he may appoint a maximum of two (2) Board Directors outside of annual meetings.

Section 2: A nominating committee shall be appointed annually by the Board. The nominating committee of the Board shall select candidates for the directorships to be voted on at the Annual Meeting. A minimum of two (2) committee members will be Board Directors.

Section 3: In the event of a vacancy in the office of Chair of the Board, the Vice Chair shall succeed to the Chair until the end of the Chairs elected term or until the Chair is able to return to her or his duties.

Section 4: In the event that both the Chair and the Vice Chair are unable to act, the Secretary or the Treasurer, in that order, shall succeed to the Chair and shall serve until a new Chair is elected, with the election to take place as soon as possible and not later than two months form the date the Secretary or Treasurer assume the role of Chair.

Section 5: The Secretary shall be responsible for keeping record of Board meetings, including taking or overseeing the taking of minutes and distributing copies of the minutes to the Board prior to the next Board meeting.

Section 6: The Treasurer shall review selected documents, financial reports and the annual audit as prepared by an independent outside auditing firm and shall monitor, advise and support the President in financial matters as well as report financial status of the WACA to the Board regularly.

Section 7: It shall be the responsibility of the outgoing Board Officers to present the necessary information to their successors.

ARTICLE VIII – STANDING COMMITTEES

Section 1: The Executive Committee shall consist of the officers, the immediate past Chair and the President/CEO.

Section 2: The Executive Committee will meet as necessary between regular meetings.

Section 3: Other committees may be appointed as the need arises.

ARTICLE IX – RELATIONSHIP WITH STATE AND NATIONAL ORGANIZATIONS

Section 1: The WACA agrees to maintain relationships with the Arc of United States and the Arc of Michigan and to support these organizations.

Section 2: The WACA further agrees to send a copy of its annual and its audited financial report including a list of all income and disbursements to the Arc of the United States and the Arc of Michigan at the prescribed times.

ARTICLE X – AMENDMENTS

Any proposed amendment to the bylaws along with the date it is to be voted upon shall be presented in writing or other acceptable means to the entire general membership no less than two weeks prior to the meeting at which it is to be voted upon. A two-thirds (2/3) vote of a quorum is required for ratification.

Appendix

Annual Membership Dues

Family - $60

Individual - $40

Self-Advocates/Students/Direct Care Staff - $20

Organization $125