

BYLAWS OF THE NEW YORK STATE
ASSOCIATION FOR
BEHAVIOR ANALYSIS, Inc.

Adopted January, 2000
Amended October, 2001
Amended November, 2003
Amended November, 2007
Amended November, 2013
Amended October, 2014
Amended October, 2016
Amended September, 2018
Amended October, 2020
Amended October, 2021
Amended, January, 2025
Amended, October 2025

Article I Name and Office

Section 1.1 Name

The name of this corporation shall be the New York State Association for Behavior Analysis, Inc. (also known as NYSABA). NYSABA is a 501 (C) (6) organization.

Section 1.2 Office

The office location of this corporation is: N/A

Mailing address:

NYSABA, Inc.
500 Westover Dr. #18985
Sanford, NC 27330

E-mail: info@nysaba.org

Website: www.NYSABA.org

Article II Purpose

Section 2.1

The purpose of the corporation shall be to promote and protect the integrity of the science and professional practice of behavior analysis within the State of New York.

We accomplish this mission through:

A. Representing behavior analysts and consumers of behavior analysis services within

New York State.

- B. Acting as the liaison between NYSABA constituents and members and national and international organizations by serving as the state chapter of the Association for Behavior Analysis, International, and an affiliate of the Association for Professional Behavior Analysts.
- C. Serving as a scientific and professional network and reference group for all in the State of New York who identify themselves as scientists or practitioners in disciplines which embrace the principles and practices of behavior analysis.
- D. Promoting research that will advance understanding of behavioral processes.
- E. Identifying and promoting the use of effective and humane behavioral procedures in meeting the educational and habilitative needs of people within the State of New York.
- F. Advising political, legislative, and policymaking bodies with respect to all matters pertaining to behavior analysis in the State of New York.
- G. Organizing and sponsoring an annual conference that shall serve as a forum for presentation of scientific, technological, and applied information and research as well as for legislative and public policy activity, dissemination of important information that affects NYSABA members and consumers of behavior analysis, opportunities for advocacy, and professional development. This conference will also serve as an opportunity for the discussion of the affairs of the corporation.
- H. Publishing and distributing materials and information (e.g., social media posts) devoted to dissemination of scientific, technological, and applied achievements within the scope of behavior analysis and to matters of interest to the membership and consumers of behavior analysis.
- I. Working in collaboration with other organizations, agencies, universities, and/or boards to support and develop quality standards for the practice of behavior analysis as appropriate.
- J. Providing forum(s) for behavior analysts to disseminate information within a professional network.
- K. NYSABA values diversity and recognizes that through the inclusion of all behavior analysts in our state, we are better able to serve the needs of our diverse community. As a state-wide professional organization, we commit to providing increased opportunities for continuing education in the areas of diversity, inclusion and social justice. We remain committed to furthering our understanding of the role culture, diversity, and social injustice play in the ethical practice of behavior analysis and we hope to be a resource to all behavior analysts practicing in our state.

Article III Membership

Section 3.1 Categories of Membership

Membership is open to all persons interested in or actively engaged in teaching, research, and/or application of the principles and procedures of behavior analysis or consumers of behavior analysis. Membership is not restricted to residents of the State of New York. Membership shall be in one of three classes.

- A. A Full Member shall be a Licensed Behavior Analyst (LBA), Certified Behavior Analyst Assistant (CBAA), Board Certified Behavior Analyst (BCBA), Board Certified Behavior Analyst – Doctoral (BCBA-D), or a Board Certified Assistant Behavior

- Analyst (BCaBA), or possess the minimum of a Master's degree in psychology, behavior analysis, education, or a related discipline. Full Members shall have a professional commitment that includes teaching, research, or practice in behavior analysis. Anyone not meeting the qualifications stated in this Article (Section 3.1.A.), may petition for Full Member status by submitting all pertinent information concerning education, training and experience, to the NYSABA Membership Committee.
- B. An Affiliate Member is any professional interested in the discipline of behavior analysis, but who does not meet the requirements for Full Membership. Affiliate Members enjoy all benefits of full membership except for the right to vote in general elections and the right to be an officer (member of the Executive Board) in NYSABA. In the case of an Affiliate Member being appointed to the Board in any non-officer position, that member will be granted the right to vote on any matter that comes before the Board and in general elections.
- C. A Student Member must be currently enrolled in a high school, undergraduate, or graduate educational program on a part- or full-time basis. Student Members will be required to submit evidence of current enrollment. Student Members may neither vote in general elections nor hold a voting position on the NYSABA Board.
- D. A Consumer Member is anyone with a personal interest in the discipline of behavior analysis (for example, a consumer of behavior analysis services, or a family member or other important person to a consumer of behavior analysis services). Consumer Members enjoy all benefits of full membership except for the right to vote in general elections and the right to be an officer (member of the Executive Board) in NYSABA. In the case of a consumer member being appointed to the Board in any non-officer position, that member will be granted the right to vote on any matter that comes before the Board and in general elections.

Section 3.2 Active Membership

To be classified as an active member, an individual must have paid his/her dues in full within the past 12 months.

Section 3.3 Voting

Active Full Members are eligible to vote in elections or on other matters before NYSABA. Each active Full Member shall be entitled to one vote on all matters brought before NYSABA. There shall be no proxy voting.

Section 3.4 Application for Membership

Persons desiring to apply for membership in NYSABA shall submit a completed application form, associated membership dues, and supporting documentation to NYSABA. Notification of active status will be provided to qualified applicants.

Section 3.5 General Membership Meeting

There shall be at least one annual General Membership meeting of the Corporation. This meeting shall be held in conjunction with the annual NYSABA conference except in the event

of no annual conference in which case, the meeting shall be held as designated by the Board of Directors. Notice of the General Membership meeting of the Corporation shall appear on the NYSABA Website or by email to all members. Notification shall be given no less than ten, nor more than fifty days before the meeting date. The Secretary, or an alternate designated by the President, shall record all of the proceedings at the General Membership meeting.

Section 3.6 Quorum and voting

The quorum at a general membership meeting consists of those who attend the meeting, provided it is either a stated meeting or one that has been properly called. Decisions requiring member votes will be passed by agreement of two-thirds of full and active members present and voting at the meeting.

Article IV – Board of Directors

Section 4.1 Composition

There shall be a Board of Directors consisting of not fewer than eleven (11), nor more than eighteen (18), and including the presumptive offices of the President, and Past President; the elected offices of President-Elect, Secretary, Consumer Representative, and no fewer than four Representatives at Large; and the appointed Treasurer and Standing Committee Chairpersons. Elected offices are elected through nomination and voting by the general membership. Appointed offices are appointed by the current Board of Directors. The Board of Directors is authorized to appoint additional Committee Chairs as it determines is necessary to effectively conduct the affairs of the association.

The President, President-Elect, Past President, Secretary and Treasurer make up the Executive Committee. All Executive Committee officers shall be Full and active members of NYSABA at least one year prior to nomination, have served on the Board in an elected or appointed position within the past five years, and live or work in New York State. The Executive Committee is empowered to make decisions requiring a timely response on behalf of the full Board of Directors during periods between Board meetings except those matters that cannot be delegated according to the New York State Not-for-Profit Law (NFPCL 712): (1) the submission to members of any action requiring members' approval under NFPCL 712, (2) the filling of vacancies in the Board of Directors, (3) the fixing of compensation of the Directors for serving on the Board or on any committee, (4) the amendment or repeal of the bylaws or the adoption of new bylaws, (5) the amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable.

Section 4.2 Roles and Responsibilities of the Board of Directors

Except as specifically provided in NYSABA's Articles of Incorporation or these Bylaws, all rights, powers, duties and responsibilities relative to the management and control of NYSABA's property, activities and affairs are vested in the Board of Directors. In addition to the power and authority expressly conferred upon it by these Bylaws and the Articles of Incorporation, the Board of Directors may take any lawful action on behalf of NYSABA which is not by law or by the Articles of Incorporation or by these Bylaws required to be taken by some other party.

All members of the Board of Directors are required to attend at least 80% of the Board of

Directors' meetings each year and ideally the General Membership meeting held at or near the annual NYSABA conference. In addition, all general Board members will serve on standing or ad hoc committees of NYSABA.

Except for the Consumer Representative, all Board members must be full, active members of NYSABA throughout the length of their service.

- A. President: Serves as an officer and a voting member on the Board of Directors and ensures that the business of the Association is completed by presiding over the Board of Directors' meetings and providing leadership to advance the goals of the association. The President shall be elected to hold office for a two-year term and succeeds to the office of Past President at the end of the second calendar year. The current President shall not be eligible for nomination for the office of President-Elect. The President is authorized to represent NYSABA by signing documents in communication with other organizations and official documents related to NYSABA business. If the President becomes unavailable to preside over a scheduled Board or membership meeting, the responsibility will pass to the Past President or President-Elect. If the President is unable or unwilling to fulfill the duties of the office, the President-Elect shall assume those responsibilities.
- B. President-Elect: Serves as an officer and a voting member on the Board of Directors for two calendar years, then succeeds to the office of President. The commitment to this position implies six years of active service on the Board of Directors, including two years each as President-Elect, President, and Past President. The President-Elect can serve various roles on the Board including committee chair and committee member; however, the main responsibility of the position is to become oriented to the roles and responsibilities of the position of President and to the priorities and goals of the Board.
- C. Past President: Serves as an officer and a voting member on the Board of Directors. The Past President holds office for two consecutive years, and completes his or her term when the new Past President succeeds to this office. The current Past President shall not be eligible for nomination for the office of President-Elect. The Past President can serve various roles on the Board including committee chair or committee member and take on various responsibilities at the discretion of the Board. The Past President is responsible for the elections process each year.
- D. Secretary: Serves as an officer and a voting member on the Board of Directors for a term of two, consecutive years, and is not restricted as to succession. The Secretary is responsible for all recording activities and maintenance of records for the Corporation, including all motions, votes, and actions of the Board, and all full Board meeting minutes.
- E. Appointed Treasurer: Serves as an officer and a voting member on the Board of Directors for a term of at least one year, not restricted as to succession. The Treasurer is appointed by the Board of Directors at the first Board meeting of the calendar year. The Treasurer is responsible for all financial activities of the Corporation with oversight and guidance from the Finance Committee. The treasurer is a member of, but cannot be the chair of, the Finance Committee.

- F. Representative-at-Large: Serves as a voting member of the Board of Directors for a term of two years. The Representative-at-Large helps to shape all aspects (e.g., by-laws, annual conference, legislative issues, certification) of the Corporation and is expected to actively participate on one or more committees as member and/or chair.
- G. Consumer Representative: Serves as a voting member of the Board of Directors for a two-year term that is not restricted as to succession. The Consumer Representative is an active Full, Affiliate, or Consumer member who represents the views of consumers as a consumer of behavior analysis services, and helps to shape Board decisions.
- H. Standing Committee Chairs: Standing Committee Chairs are voting members of the Board of Directors and serve a two-year term. Standing Committee Chairs are appointed by the Board of Directors at the first Board meeting of the calendar year. Co-chairs may also be appointed. The Board of Directors is authorized to appoint Standing Committee chairs as necessary to effectively conduct the affairs of the association. Specific roles and responsibilities of Committee Chairs depend on the committees to which they are assigned.

Section 4.3 Removal and Replacement

- A. Members of the Board of Directors who fail to maintain active membership in the Corporation or active participation in Board activities, or who no longer meet criteria to be an officer are subject to removal by a majority of a quorum of the Board of Directors. A tie vote shall be construed as affirmation for removal.
- B. Any member of the Board of Directors may be removed at any time, with or without cause, by a vote of a majority of Full members present at a general membership meeting convened by the Board of Directors.
- C. Replacement of elected officers: In the event that an elected officer no longer meets criteria to be an officer, cannot continue to fulfill the duties of their office, or resigns from office, the Board of Directors shall, by majority vote, appoint a successor to serve until the next election by the general membership of the NYSABA Corporation.
- D. Replacement of appointed officers: In the event that an appointed officer no longer meets criteria to be an officer, cannot continue to fulfill the duties of their office, or resigns from office, the Board of Directors shall, by majority vote, appoint a successor to serve the remainder of the term.

Section 4.4 Financial Responsibilities

- A. Board member expenses: Expenses for travel, time from work, and involvement at the annual conference are not reimbursed, except in special circumstances in which requirements of the position might require extraordinary travel and expenses. In the case of exceptions, only reasonable costs will be reimbursed. In these cases, a prior

request, including approximate amount of the expense, must be brought to the Board for a vote. Compensation for time shall not be considered. NYSABA Board members all contribute to the annual conference and must attend the annual conference. Therefore, board members may opt out of paying the registration for the annual conference.

- B. Non-Inurement Provision: No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the corporation.

Section 4.5 Board Meetings

The Board of Directors shall hold at least 10 meetings per calendar year to be convened by the President, President-elect, or, if the President or President-elect are unavailable, a member of the Executive Committee. Each officer of the Board is expected to attend at least 80% of these meetings each year. Meetings may be canceled or additional meetings may be scheduled at the President's discretion according to the needs of the organization. Meetings may be held in person or virtually; however ideally at least one of the meetings should be held in person at a location that is reasonably accessible to most officers. The board meetings should be scheduled to accommodate most of the Board members; this may include meetings held after regular working hours (i.e., 9AM-5PM). A meeting of the Board of Directors may also be called by action of three members of the Executive Committee who shall notify the remaining members of the Board at least two weeks in advance of the proposed meeting.

Officers must be notified of regular and special meetings of the Board of Directors at least 48 hours prior to the meeting, by email or telephone. Reasonable efforts should be made to obtain written acknowledgement of this notification prior to the meeting. Any Board member may waive notice of meeting in writing, before, during, or after the meeting, whether or not that Board member attends the meeting. If a Board member attends a meeting without protest of lack of notification at the start or during the meeting, he or she is consenting to waive prior notification of the meeting.

Section 4.6 Quorum

For purposes of transacting business of the Corporation, a quorum shall consist of at least a three-fifths majority of the total number of members on the Board of Directors then in office.

Section 4.7 Board Votes

Board votes shall be initiated by a motion and a second (which will both be considered years for the motion), followed by individual member votes. Each Board member present shall have one vote. The vote of a majority of Board members present at a meeting at which a quorum is established shall be the act of the Board of Directors unless law requires a greater vote, by the

Articles of Incorporation or by these By-laws. Outcomes of motions shall be recorded by the secretary within meeting minutes. Dissenting votes that occur at the board meeting will be recorded in the meeting minutes. If a board member is absent from a meeting, and wishes to cast a dissenting vote, the dissenting vote must be submitted in a written letter to the board within two weeks of the board meeting or the vote. Should a need for a vote of the Board be required prior to the next scheduled Board meeting, an electronic vote may be initiated via email or online survey . If voting electronically, a motion must be made with a second (which will both be considered yeas for the motion) to the entire Board. The vote will be closed when a majority of the entire Board has cast a vote, and the final outcome will be emailed to the entire Board at that time. Outcomes of electronic motions will be recorded by the secretary. Dissenting votes for an email vote must be submitted in writing and will be recorded by the secretary.

Article V Nominations and Elections

Section 5.1 Nominations

Nominations for Board member openings are made by the voting membership. Each year, the Past President calls for nominations through ballots distributed via email to all Voting Members (Active, Full members), or posted electronically in a format that is accessible to all members. Nominations are called for no later than November 15th for any Board of Directors positions that will be vacated in the upcoming calendar year. The nomination period must remain open for at least 2 weeks upon initiation. For each office that appears on the nomination ballot, each Voting Member may propose two names and may nominate the same person for more than one office if applicable. Completed nomination ballots may be returned by personal delivery, mail, via online form, or by email.

Information about the nomination process and solicitation for nominations can be made through other mediums (e.g., social media), however the nomination ballots must be submitted by members as required as per by-laws (personal delivery, mail, via online form, or email) in order to be considered.

The President and/or an alternate designated by the President shall count the ballots and notify the Past President of the names of candidates who have received the largest number of nominations for each office, and who meet criteria for the position for which they have been nominated. Nominations for a candidate to fill a position must be made by at least two members.

From the list, the Past President shall ask the persons receiving the largest number of nominations for each office if they are willing to stand for election, and proceed through the list in order of vote count until at least two candidates for each office are obtained. If two candidates cannot be obtained, a writein option will be provided on the election ballot. If there are no valid nominees for a particular position by the time nominations are closed, the Board of Directors will be asked to provide nominations.

No one may run for two Board positions in the same election. If a qualified nominee receives enough nominations for more than one office, the Past President shall ask the person to select

one office for candidacy.

Section 5.2. Elections

After the list of candidates has been determined, the Past President shall mail or email to all Voting Members an election ballot on which the names of the candidates for each office are listed in alphabetical order with a brief biographical description of each candidate and instructions to vote for one candidate for each office. Completed election ballots may be returned by personal delivery, mail, online form, or by email.

The President and/or an alternate designated by the President shall count the ballots. The winner in each election shall be determined by plurality vote and shall be declared elected. In the event of a tie, the Board of Directors will, by a majority vote, determine the winner.

The President and/or an alternate designated by the President shall notify all election candidates prior to notifying the membership at large of the results of the election.

Section 5.3 Terms

The terms of office will correspond with the calendar year, beginning on January 1st, and ending on December 31st; or until there are newly elected officers. All elected positions run for a two-year term except for the Representative at Large position, which may vary at the discretion of the Board.

Article VI – Committees

Section 6.1 Composition

The Committees of the Corporation shall consist of such Standing Committees as may be provided by these by-laws or such other ad hoc committees established by a vote of the Board of Directors. The Chairperson of the committee is the voting member of the Board of Directors. Committees will also include a co-chair. The co-chair is responsible for supporting the Chair in leadership, serving as back-up for the Chair (including voting during Board Meeting in Chair's absence), and assisting with strategic planning and succession planning. Board members in a Rep-at-Large position are requested to serve in co-chair positions. If no Board Member or Rep-at-Large position is interested/available for co-chairing, the Chair will call for interest with current committee members. If no committee members are interested/available, the Chair will call for interest with membership at large. An application form will be submitted by interested individuals and the Chair will evaluate applications based on a rubric. The Chair will then extend an invitation to the applicant to serve as co-chair.

The co-chair will attend Board meetings, but will only vote if the Chairperson does not vote, unless the co-chair is already a member of the Board. The Chairperson or co-chairs of each committee can appoint additional non-voting participants to the committee from the membership of the association and with the advice and consent of the Board of Directors. Chairpersons and committee members must be active members of the association, not limited by category of membership. The Chairperson and co-chair of each committee shall serve a two-year term that shall be renewable without limit by the Board of Directors.

Prior to the close of each calendar year, the Executive Board will discuss and determine whether to request committee chairs to continue in their positions for the upcoming calendar year. Once determined, the Executive Board shall provide in writing the requests for continuation. Additionally, any chairperson considering stepping down for the upcoming year should provide the Executive Board with as much notice as possible to allow for a replacement to be identified. Co-chairs are expected to transition to the chairperson role when the chairperson discontinues their service.

Section 6.2 Membership Committee

The Chair of the Membership Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Membership Chair as necessary to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of membership. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Designing and implementing actions to actively recruit new members;
- B. Designing and implementing actions to contact lapsed members;
- C. Defining and communicating benefits of membership;
- D. Overseeing the membership records/database and ensuring that records are managed by individuals who are designated to do so by the Chairperson and/or the Officers of the Board of Directors;
- E. Analyzing the active membership within each membership category for purposes of the corporation (e.g., elections and mailings);
- F. Organizing membership networking events;
- G. Reporting to the Board on membership and membership recruitment activities.

These actions will be monitored by the Chairperson, and only conducted by individuals who are designated to do so by the Chairperson and/or the officers of the Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.3 Education Committee

The Chair of the Education Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Education Chair as necessary to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of committee activities. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Organizing and implementing events and actions to disseminate information about research and practice of behavior analysis;
- B. Working together with the Conference Committee to solicit speakers and review presentation proposals;
- C. Managing and maintaining CEU provider status with the Behavior Analyst Certification Board (BACB);
- D. Managing and maintaining CEU approval and distribution to event participants, and overseeing other individuals who are designated to do so by the Chairperson and/or the

Officers of the Board of Directors.

- E. Maintaining accurate records for all potential CEU events, including those given as part of the annual conference and any other events.

These actions will be monitored by the Chairperson, and only conducted by individuals who are designated to do so by the Chairperson and/or the officers of the Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.4 Marketing Committee

The Chair of the Marketing Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Marketing Chair as necessary to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of marketing affairs. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Implementing a marketing plan to increase the profile of NYSABA and behavior analysis in New York State;
- B. Contributing to the development and value of the NYSABA Website to members and the public;
- C. Supporting and defining the use of e-blasts and social media posts (Facebook, Twitter, etc.) in the promotion of NYSABA and its annual and regional conferences and workshops;
- D. Working closely with other committees (particularly Membership) to assess the needs of professionals and clients of behavior analysis and highlight the ways NYSABA meets those needs for members;
- E. Designing logos and marketing merchandise.

These actions will be monitored by the Chairperson, and only conducted by individuals who are designated to do so by the Chairperson and/or the officers of the Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.5 Public Policy Committee

The Chair of the Public Policy Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Public Policy Chair as necessary to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of public policy affairs. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Seeking, promoting, and organizing action on pending and current legislation;
- B. Monitoring NYSABA's incorporation status;
- C. Updating the Board of Directors on new or pending legislation in the field;
- D. Ensuring dissemination of information to key stakeholders;
- E. Offering advice and support to political, legislative, and policy-making bodies on matters

- pertaining to behavior analysis and related fields;
- F. Participating as a representative of the organization on external committees and educational opportunities as appropriate;
- G. Working directly with NYSABA's appointed legal counsel;
- H. Presenting an annual update at the business meeting held at the annual NYSABA conference.

These actions will be monitored by the Chairperson, and only conducted by individuals who are designated to do so by the Chairperson and/or the officers of the Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.6 Conference Committee

The Chair of the Conference Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Conference Chair as necessary to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of the annual conference planning. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Organizing and overseeing all activities of the annual NYSABA conference;
- B. Working with the Education Committee as needed to offer other training opportunities as deemed appropriate by the Board;
- C. Ensuring consistency in brand messaging, costs to participants, and other relevant conference items;
- D. Working with all other committees for mutual support of committee work at the annual conference.

These actions will be monitored by the Chairperson, and only operated by individuals who are designated to do so by the chairperson and/or the officers of the NYSABA Board of Directors. The co-chair will support the Chair in execution of these responsibilities. The Chairperson of the Conference Committee will seek the approval of the Board of Directors for the general content, speakers, location, and cost of the conference.

Section 6.7 Finance Committee

The Chair of the Finance Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Finance Committee Chair to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of the finances of the organization. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Maintaining records for and executing all financial transactions for NYSABA, including but not limited to deposits, payments, tax returns, credit card activity, purchase orders;
- B. Developing budgets and projections as required;
- C. Providing financial reports to the Board at meetings and at the request of the Board;
- D. Maintaining responsibility for safeguards outlined in any policies regarding financial

procedures as adopted by the Board.

These actions will be monitored by the Chairperson, and only operated by individuals who are designated to do so by the chairperson and/or the officers of the NYSABA Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.8 Student Committee

The Chair of the Student Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the Student Committee Chair to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of student activities. The Chair may appoint a student representative to the committee, who does not serve as a voting member of the Board. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities, which include but are not limited to:

- A. Working with the Membership Committee to increase student membership and activity in the organization;
- B. Organizing student activities within the organization;
- C. Organizing the annual student research competition;
- D. Working with the Conference Committee on student activities at the annual conference;
- E. Serving as a liaison with universities and colleges to promote student activity in NYSABA.

These actions will be monitored by the Chairperson, and only operated by individuals who are designated to do so by the chairperson and/or the officers of the NYSABA Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.9: Diversity, Equity, and Inclusion Committee

The Chair of the Diversity, Equity, and Inclusion (DEI) Committee is a voting member of the Board who serves a two-year term. The Board of Directors is authorized to appoint the DEI Committee Chair to effectively conduct the affairs of the association. The Chair of this committee attends Board meetings, providing an update on the current status of the DEI committee. The Chair is also responsible for arranging committee meetings throughout the year, to update its members and seek support for activities. The DEI Committee to help guide NYSABA to be a more inclusive organization and fight for social justice for all behavior analysts, our clients, and their families. NYSABA's DEI is committed to the following:

- A) Becoming an inclusive, equitable, and diverse organization where members of every race, ethnicity, national origin, religion, age, sex, sexual orientation, gender identity, education, and ability/disability feel valued and respected. This includes all levels of the organization; within the membership, on the board, and at conferences and events. In order to achieve this goal and make meaningful and sustainable change, DEI must be embedded within all aspects of NYSABA as an organization and become part of the culture of the organization.
- B) Increasing diversity in behavior analysts in New York and individuals pursuing careers in behavior analysis.
- C) Working to remove barriers to accessing behavior analytic education and supervision or

behavior analytic services that stem from systemic racism and other oppressive policies and practices.

- D) Creating and providing opportunities for historically marginalized and historically underrepresented populations to learn about behavior analysis, access education and supervision in behavior analysis, and access behavior analytic resources.
- E) Providing education and training for behavior analysts on how culture, race, gender identity, sexual orientation, disability and other aspects of identity can impact a) the work with clients (provision of ABA services), b) feelings of belonging at work, school, or the community, c) access to education and supervision in ABA, and d) effective supervision of aspiring behavior analysts.
- F) Work on other initiatives to ensure that NYSABA is meeting its goal of being an inclusive, equitable, and diverse organization.

These actions will be monitored by the Chairperson, and only operated by individuals who are designated to do so by the chairperson and/or the officers of the NYSABA Board of Directors. The co-chair will support the Chair in execution of these responsibilities.

Section 6.10 Past-President Advisory Council

The President, or if unavailable, the President-Elect, shall convene a Past-President Advisory Council to meet quarterly or at least three times per calendar year. Meetings may be held in person or virtually, and may be stand-alone or in collaboration with Executive Committee and/or Board of Director meetings. The function of this board is to provide historical information regarding the organization, and to act in an advisory capacity for the President and Executive Committee. Members of the Past-President Advisory Council are not voting members of the Board of Directors.

- The Past-President Advisory Council shall ideally have at least 5 members but no more than 8 members.
- Terms are for two years and may be renewed.
- The Advisory Board is appointed by the President.
- Six (6) months before the President's term ends, the President will confirm current member appointment.
- Four (4) months before their term ends, the President will call for additional members.
- One (1) month before their term ends, the President will finalize the advisory board for the coming term.

Advisory board member profiles:

- A. President of the organization at any time since its inception, but are not actively serving on Executive Committee.
- B. Current full members of the organization.

Responsibilities for advisory board members:

- A. Serve a two-year term.
- B. Attend at least two meetings per calendar year.

- C. Provide feedback to the President as requested in a timely manner.
- D. Notify the President in writing should they need to resign from the committee before end of term.
- E. Notify the President in writing should they need a leave of absence (6 months) from the committee.
- F. Notify the President in writing should they wish to renew or end their tenure on the committee least six (6) months before their term ends.

Article VII – Dues

Section 7.1 Dues

Dues for the various categories of membership shall be established by a three-fifths majority vote of the Board of Directors. This action can be rescinded by a three-fifths majority vote of those present and voting at the General Membership meeting of the corporation in which event the Board of Directors shall propose an alternate schedule of dues for approval by simple majority of those present and voting.

Section 7.2 Collection

Dues shall be payable in the time and manner prescribed by the Board of Directors and published to the membership at large at all times.

Section 7.3 Arrears

Any member who shall have failed to remit annual dues within eight months after such payment is due, will, thereafter, be declared in arrears. That member shall be subject to suspension of privileges of membership in the Corporation, including, but not limited to, receipt of the NYSABA Newsletter and eligibility for nomination or election to the Board of Directors. Membership status will be suspended and as such no voting privileges granted until membership is reinstated.

Section 7.4 Suspension

Any member whose dues remain unpaid shall automatically be suspended and removed from membership in NYSABA. Thereafter, reinstatement shall be conditional upon: (A) payment of annual dues, and (B) favorable action by the Membership Committee on a completed application for membership.

Article VIII Dissolution Provision

Section 8.1

In the event of dissolution, all of the remaining, assets and property of the organization shall after necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(6) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws; or to the federal government, or to a state or local government for public purpose.

Article IX Indemnification of Officers, Board of Directors, Members and Agents

Section 9.1

The New York State Association for Behavior Analysis (NYSABA) agrees to indemnify and to defend to the fullest extent permitted by law any individual (a) who serves or has served as a member of the Board of Directors, (b) who is or has been an elected officer, or (c) to whom the Board of Directors has delegated duties or responsibilities, against any liabilities, damages, costs and expenses (including, but not limited to, attorney fees and amounts paid in settlement of any claims approved by the Board of Directors) occasioned by any act or omission to act in connection with the organization, if such act or omission to act is in good faith and in keeping with these bylaws.

Article X Amendments

Section 10.1

This Constitution and Bylaws may be amended only by two-thirds vote of the members. Amendment voting may occur in person or synchronously at the time of the General Membership meeting of NYSABA, or may occur asynchronously via electronic vote held any time during the calendar year. Amendments may originate either by simple majority vote of the Board of Directors or by introduction from the floor at the General Membership meeting. In the latter event, the proposed amendment shall have first been endorsed by a petition bearing the signatures of at least one-third of the full and active (voting) members. In the event of such petition reaching the floor, the Presiding Officer shall declare the meeting in recess for the purpose of validating the signatures. The Presiding Officer shall then reconvene the meeting, announce the result of the validation process, and dispose of the issue immediately.

Enabling Action

The members of the New York State Association for Behavior Analysis, Inc. approved the first rendering of these bylaws at its general meeting held in Saratoga Springs, New York on October 4, 2001.