

Bylaws of the International Society for Augmentative and Alternative Communication

August 2009

Approved by Council September 2009

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Bylaws of the International Society for Augmentative and Alternative Communication
(hereinafter, the “Bylaws”)

August 2009

1. NAME, PURPOSE AND GENERAL STRUCTURE

- 1.1 The name of the organization shall be the International Society for Augmentative and Alternative Communication, hereinafter referred to as ISAAC.
- 1.2 The purposes of ISAAC shall be:
- (a) to advance the transdisciplinary field of augmentative and alternative communication;
 - (b) to facilitate the global exchange of information related to augmentative and alternative communication; and
 - (c) to focus attention upon the work being done to help people throughout the world who require augmentative and alternative communication.
- 1.3 ISAAC consists of its Members around the world, its Chapters, the Secretariat and the Council and its Executive Board.

2. DEFINITIONS AND INTERPRETATION

- 2.1 **Definitions.** In the Bylaws, unless the context requires otherwise:
- (a) “**Biennial Budget**” shall have the meaning set out at Section [8.12];
 - (b) “**Biennial Conference**” shall mean the ISAAC International conference held every two years and open to all members and the general public;
 - (c) “**Biennial Membership Meeting**” shall have the meaning set out at Section [4.1];
 - (d) “**Borrowing Proposals**” shall have the meaning set out at Section [8.19];
 - (e) “**Chapter**” shall mean a national or regional group of Members who have been formally recognized by the Council and, through mutual agreement, assume certain administrative responsibilities on behalf of the Council or the Executive Board;
 - (f) “**Chapter Agreement**” shall have the meaning set out at Section [5.2];
 - (g) “**Chapter President**” shall mean the president of any individual Chapter;
 - (h) “**Committee**” shall mean either a Standing Committee or an Other Committee;

- (i) “**Committee Terms of Reference**” shall have the meaning set out at Section [10.6];
- (j) “**Council**” shall have the meaning set out at Section [6.1];
- (k) “**Draft Biennial Budget**” shall have the meaning set out at Section [8.12(a)];
- (l) “**Draft Long Range Plan**” shall have the meaning set out at Section [8.11(c)];
- (m) “**Executive Board**” shall have the meaning set out at Section [5.1];
- (n) “**Information Exchange**” shall mean the information that is shared with members on a regular basis on the official ISAAC website.
- (o) “**Long Range Plan Feedback Period**” shall have the meaning set out at Section [8.11(b)];
- (p) “**Member**” shall mean a member of ISAAC;
- (q) “**Membership Directory**” shall have the meaning set out at Section [9.11(a)(iv)];
- (r) “**Nomination Call Date**” shall have the meaning set out at Section [8.2];
- (s) “**Nominations Committee**” shall refer to the Standing Committee that is responsible for seeking nominations from the Members for the positions of Executive Board, pursuant to these Bylaws;
- (t) “**Official Publication**” shall have the meaning set out at Section [11.1];
- (u) “**Officer**” shall mean any member of the Executive Board, and for greater certainty shall refer to one of the President, President-Elect, Chair of the Council, Vice-President Leadership Chair for People who use AAC, and two (2) Vice-Presidents without portfolio that have been appointed by the Council.
- (v) “**Other Committees**” shall mean committees of ISAAC that have been identified as such by the Executive Board, and are identified in the list set out at Section [6.2];
- (w) “**Proposed Bylaw Amendments**” shall have the meaning set out at Section [8.14];
- (x) “**Revised Draft Biennial Budget**” shall have the meaning set out at Section [8.12(b)];
- (y) “**Revised Draft Long Range Plan**” shall have the meaning set out at Section [8.11(e)];
- (z) “**Special Council Meeting**” shall have the meaning set out at Section [7.4];

- (aa) “**Special Membership Meeting**” shall have the meaning set out at Section [4.3]; and
- (bb) “**Standing Committees**” shall mean committees of ISAAC that have been determined by the Executive Board to be central to the functioning and aims of ISAAC, and are identified in the list set out at Section [10.2].

2.2 Interpretation. In these Bylaws and in all other by-laws of ISAAC hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa. Whenever the terms “include”, “includes” or “including” are found in these Bylaws, they shall be deemed to be followed by the words “without limitation”.

3. MEMBERSHIP AND DUES

3.1 Qualifications of Membership. Membership in ISAAC shall be limited to persons age 18 or older who are interested in furthering the purposes of ISAAC.

3.2 Rights of Members. Any Member shall be entitled to all customary rights and privileges, including voting for appropriate Council representation and on any issue raised at a Biennial Membership Meeting or a Special Membership Meeting. Any Member, if age 18 or older, may be a candidate for election to the Council.

3.3 Dues. Membership dues and manner of payment may be set from time to time by the Executive Board.

3.4 Termination of Membership. Any Member may be terminated from membership in ISAAC if any one of the following conditions is met:

- (a) Any Member may voluntarily withdraw from membership in ISAAC by delivering to the Council/Executive Board a written resignation and lodging a copy of the same with the Secretariat.
- (b) Any Member in default of payment of dues shall be suspended from all privileges of membership in ISAAC. Members in default of payment of dues will be sent a notice of the default to their e-mail address of record. If after the notice has been sent, a Member’s default is not rectified within thirty (30) days, that Member’s membership shall terminate.
- (c) Any Member may be removed from membership for any cause that is determined by the Executive Board to be prejudicial to ISAAC. Complaints in relation to the conduct of Members must be submitted in writing to the Council and the Executive Board. Policies concerning the evaluation of such complaints shall be established by the Executive Board. If the complaint is deemed warranted, then a motion for removal will be submitted for consideration to a meeting of the Council. Removal will be by means of a majority vote of both the Council and Executive Board. Any Member against whom a complaint is alleged shall:

- (i) be served with written notice describing the nature of the complaint against him or her;
- (ii) be given at least thirty (30) days to respond to the complaint, and have the right to produce evidence or witnesses, if any, to counter the complaint; and
- (iii) have the right to be heard at the Council meeting at which the vote of removal is to be taken.

4. MEMBERSHIP MEETINGS

- 4.1 **Biennial Membership Meeting.** Meetings of the Members shall take place for the purpose of receiving, discussing and making recommendations upon reports from the Executive Board once each second year coinciding with ISAAC's Biennial Conference. The Biennial Membership Meeting shall not be held in any one (1) country more often than once every four (4) years.
- 4.2 **Notice of the Biennial Membership Meeting.** The Chair of the Council or his or her designee shall e-mail to each member at his or her e-mail address of record written notice of the time and place of the Biennial Membership Meeting at least forty-five (45) days in advance of such meeting. At least one Official Publication shall publish the notice prominently.
- 4.3 **Special Membership Meetings.** A special meeting of the Members (a "Special Membership Meeting") may be called at any time by the President, the Chair of the Council, or by the Council, provided that the motion has the support of a majority of the Council. To call a special meeting, the President, Chair, or the Council shall deliver to the Secretariat a written, signed request for the meeting, specifying the time, place and purpose of the Special Membership Meeting.
- 4.4 **Notice of Special Membership Meetings.** The Chair of the Council or President or designee shall e-mail to each member at his or her e-mail address of record, written notice of the time, place and purpose of the special meeting at least forty-five (45) days in advance of such meeting. At least one Official Publication shall publish the notice prominently. Only business that has been mentioned in the notice shall be conducted at a Special Membership Meeting.
- 4.5 **Quorum.** The presence in person or by proxy of more than one member shall constitute a quorum at any meeting of the Members.

5. CHAPTERS AND NON-CHAPTER GROUPS

- 5.1 **Recognition as a Chapter.** The criteria and procedures for being recognized as a Chapter shall be established by the Executive Board. These criteria and procedures, which may be changed from time to time, shall be announced in an Official Publication.

- 5.2 **Responsibilities of Chapters.** A formal agreement, negotiated by the President, will specify duties and responsibilities that each Chapter has in relation to ISAAC and vice versa (the “**Chapter Agreements**”). Each Chapter Agreement will be presented to the Executive Board for ratification, and must be ratified before they are effective.
- 5.3 **Nations not Organized as Chapters.** Nations which have at least ten (10) Members and do not seek Chapter status shall be recognized by the Executive Board as eligible to elect at least one (1) member of Council. ISAAC will administer these elections according to procedures set out elsewhere in the Bylaws.
- 5.4 **Other Regional Groups.** The Executive Board will set the criteria and procedures whereby para-national, linguistic, or cultural groups not already represented on the Council and having a minimum of ten (10) Members may petition the Executive Board for representation on the Council. These criteria and procedures, which may be changed from time to time, shall be announced in an Official Publication.
- 5.5 **Large Geographic Areas not Otherwise Represented on the Council.** The Executive Board will set criteria and procedures for ensuring that large geographic areas (e.g. continents) which are not otherwise represented on the Council, have representation. These criteria and procedures, which may be changed from time to time, shall be announced in an Official Publication.

6. THE COUNCIL

- 6.1 **Composition of the Council.** The Council shall consist of the Members that are elected to occupy the offices described at Section [6.3] below, and the duly recognized representatives of groups and/or organizations that have successfully petitioned the Executive Board, or have otherwise been appointed by the Executive Board, to become members of the Council.
- 6.2 **Election of Members of the Council.** One year prior to each Biennial Membership Meeting, the Secretariat shall e-mail to each Member at his or her e-mail address of record, written notice of the number of members of Council to be elected within the Member’s nation or group. Any individual may be a member of only one Chapter, nation or group for the purposes of voting. The Secretariat, in cooperation with Chapters where applicable, will seek nominations from the Members within each nation or group and oversee the election process. The Secretariat will announce the results of the elections prior to the up-coming Biennial Membership Meeting.
- 6.3 **Members of the Council.** The Council is comprised of the following voting and non-voting members:
- (a) **Voting Members of the Council:**
- (i) each Chapter President, automatically appointed;

- (ii) one or more additional representatives from each Chapter, elected by the members of that Chapter;
- (iii) one or more representatives from each non-Chapter region, country, linguistic or cultural group that has more than ten (10) Members, elected by the Members in that region, country, linguistic or cultural group;
- (iv) one representative from each large geographic region not otherwise represented, including (i) Africa, (ii) Asia, (iii) Eastern Europe and Russia, and (iv) Latin America and the Caribbean. For greater certainty, every effort shall be made to ensure that all large geographic regions are represented; and
- (v) the duly recognized representatives of groups and/or organizations that have successfully petitioned the Executive Board, or have otherwise been appointed by the Executive Board, to become voting members of the Council.

(b) **Non-Voting Members of the Council:**

- (i) the Chair of the Council;
- (ii) Officers and editors of the Official Publications, each of whom shall be an ex-officio, non-voting member of the Council; and
- (iii) the duly recognized representatives of groups and/or organizations that have successfully petitioned the Executive Board, or have otherwise been appointed by the Executive Board, to become non-voting members of the Council.

6.4 **Installation of Council Members.** At the end of each Biennial Conference Meeting of the outgoing Council, the newly elected and/or appointed members of the Council shall be installed for a two (2) year term. Each elected member of Council may serve for two (2) consecutive terms before being required to step down. Members of Council who have been required to step-down may stand for office again after a one (1) term absence.

6.5 **Council Members Appointed by the Executive Board.** Any member of Council appointed to the Council by the Executive Board shall serve as a member of Council from the time of his or her appointment until the next Biennial Conference Meeting of the outgoing Council.

6.6 **Chair of the Council.** At each Biennial Meeting of the Council, the Chair of the Council shall be elected by the voting members of the Council for a two (2) year term. The Chair of the Council may not serve for more than two consecutive terms, and must be a current or past member of the Council.

- 6.7 **Responsibilities of the Chair of the Council.** The Chair of the Council will have the following responsibilities:
- (a) to act as the liaison between the Council and Executive Board, and in so doing, ensuring that there is a continuous flow of two-way information between and Council and Executive Board, especially in respect of adherence to ISAAC policies and Long Range Plans;
 - (b) to be an active member of the Finance Committee and Nominations Committee; and
 - (c) to chair the Biennial Conference Meeting of the Council.
- 6.8 **Chair-Elect.** The Chair-Elect must be a Member and be a current or past member of Council. Nominations for the position of Chair-Elect are made by the Nominations Committee and circulated to the members of the Council at least forty-five (45) days in advance of the Council meeting at which the election will be held. The selection of the Chair-Elect must be ratified by the Executive Board.
- 6.9 **Vacancies.** Unscheduled vacancies in the Council, with the exception of positions appointed by the Chapters, may be filled by appointments made by the remaining members of the Council. Vacancies in relation to positions appointed by the Chapters will be filled by the Chapters. Each replacement member of Council shall serve the term remaining in respect of the member of Council whom he or she replaced.
- 6.10 **Resignation Upon Becoming an Officer.** If a member of Council is elected as an Officer of the Executive, he or she must immediately resign his or her position on the Council.
- 6.11 **Quorum.** A quorum for conducting official business of the Council shall consist of all Council Members present at any duly authorized meeting.
- 6.12 **General Duties of the Council.** The Council shall have the following duties:
- (a) to actively support activities and policies of ISAAC;
 - (b) to develop an understanding of ISAAC finances and provide prompt feedback to the Executive Board where and when required;
 - (c) to nominate members of the Executive Board through the Nominations Committee;
 - (d) to be familiar with ISAAC's mission, goals and activities and represent them to members and to the public in a positive manner;
 - (e) to undertake specific tasks on behalf of the organization, including fundraising, conference planning, publications, and other similar tasks;

- (f) to participate in task forces and/or committees to support international collaboration;
- (g) to ensure the Executive Board is aware of ISAAC members' concerns that may hinder the growth of AAC throughout the world;
- (h) to ensure the Executive Board is aware of ideas generated by ISAAC members that may contribute to the growth of AAC throughout the world;
- (i) to participate in the decision-making process with the Executive Board in removing any Member whenever the best interests of ISAAC require such action;
- (j) to participate in making or amending the Bylaws; and
- (k) to ensure that all necessary books and records of ISAAC required by the Bylaws, including registers of Members including addresses, e-mail addresses and other pertinent contact information, are regularly and properly kept.

7. COUNCIL MEETINGS

- 7.1 **General.** The Council shall hold at least two (2) official meetings every two (2) years, to be chaired by the Chair of the Council. These meetings shall be open to the Members.
- 7.2 **Election of Officers.** Immediately after the installation of the new members of Council at the Biennial Conference Meeting of the outgoing Council, the members of the newly constituted Council shall convene a meeting which shall be open to the Members. They shall elect the Officers and shall transact any business properly brought before the Council.
- 7.3 **Notice of Council Meetings.** Notice of all meetings of the Council shall be e-mailed to each member of Council to their e-mail address of record at least forty-five (45) days in advance of such meeting. At least one Official Publication shall publish the notice prominently.
- 7.4 **Special Council Meetings.** A special meeting of the Council may be called at any time by the Chair of the Council or the President, or by a petition of three-quarters (3/4) of the members of Council (a "**Special Council Meeting**").
- 7.5 **Notice of a Special Council Meeting.** The Chair of the Council or his or her designee shall e-mail to each member of Council at his or her e-mail of record, written notice of the time, place, and purpose of the special meeting at least forty-five (45) days in advance. Only business which has been mentioned in the notice shall be conducted at a Special Council Meeting.

8. THE EXECUTIVE BOARD

- 8.1 **Members of the Executive Board.** The Executive Board of ISAAC shall consist of: the President, President-Elect, Chair of the Council, Vice-President Leadership Chair for People who use AAC, and two (2) Vice-Presidents without portfolio. The members of the Executive Board shall constitute the Officers of ISAAC. The Officers shall reside in a minimum of three countries, but every effort shall be made to identify Officers that are each from a different country, and shall reflect the multi-cultural, transdisciplinary nature of ISAAC.
- 8.2 **Nominating Members of the Executive Board.** The Nominations Committee shall send, via e-mail, a “Call for Nominations” to all Members, Committees and Chapters at least one hundred and twenty (120) days prior to the Biennial Conference (the “**Nomination Call Date**”). All nominations shall be forwarded to the Nominations Committee within sixty (60) days from the Nomination Call Date. A list of the nominated candidates will be developed by the Nominations Committee and posted on the Information Exchange.
- 8.3 **Election.** The Executive Board shall be elected by the members of Council at the first meeting of a newly constituted Council.
- 8.4 **Officers.** No person shall be an Officer who is not also a Member. Should an individual that is not on the Council be elected to the Executive Board, that individual shall automatically become an ex-officio, non-voting member of Council. All Officers are voting members of the Executive Board.
- 8.5 **Term of Office.** The term of office for Executive Board Officers shall be as follows:
- (a) no Officer may hold the same elected office for more than two (2) successive terms; and
 - (b) each Officer shall take office on the first of the month, 60 days following the Biennial Meeting of the Council.
- 8.6 **President and President-Elect.** The President-Elect shall succeed the President on the first day of the month, 60 days following the Biennial Meeting of the Council. The President and President-Elect shall consult each other concerning matters of worldwide business or policy of ISAAC. Both shall have general, active, day-to-day responsibility for the supervision and management of the affairs of ISAAC and shall provide for the efficient execution of all resolutions and policies of the Council. The President and President-Elect shall be ex-officio members of all Standing Committees. Either may preside at meetings of the Executive Board.
- 8.7 **President to Report to the United Nations.** In addition to the responsibilities outlined above, the President shall act as liaison between ISAAC and the United Nations, and shall report on activities of ISAAC in the manner and frequency required by the United

Nations in order to retain ISAAC's status as a Non-Governmental Organization in Special Consultative Status with the Economic and Social Council of the United Nations.

- 8.8 **President Elect.** The President-Elect shall, among other duties, maintain records of the proceedings and shall have custody of the funds of ISAAC and shall account for all funds and transactions as required by the Council.
- 8.9 **Vice-Presidents without Portfolio.** The Vice-Presidents without Portfolio shall perform such general or specific tasks as the Executive Board or the Council may designate. Major substantive areas will include publications, conferences and scientific meetings, and other areas identified in the Long Range Plans.
- 8.10 **General Responsibilities of the Executive Board.** The Executive Board shall assume responsibility for the following:
- (a) establishing the policy and direction of ISAAC, pursuant to Section [8.11] of these Bylaws;
 - (b) establishing and approving the Biennial Budget in consultation with the Finance Committee and Secretariat, pursuant to Sections [8.12 and 8.13] of these Bylaws;
 - (c) making or amending the Bylaws, pursuant to Sections [8.14 to 8.16] of these Bylaws;
 - (d) reporting to the Members on its work, including the provision of financial statements of where appropriate, pursuant to Sections [8.17 and 8.18] of these Bylaws);
 - (e) borrowing money on behalf of ISAAC, pursuant to Section [8.19] of these Bylaws;
 - (f) removing members of ISAAC, pursuant to Section [3.4(c)] of these Bylaws;
 - (g) appointing, employing, dismissing or firing employees of ISAAC, pursuant to Section [8.21] of these Bylaws; and
 - (h) appointing members to Standing Committees, and pursuant to advice of the Council, appointing chairpersons on Standing Committees, pursuant to Section [10.3] of these Bylaws.
- 8.11 **Establishing the Policy and Direction of ISAAC.** The Executive Board will be responsible for establishing the policy and direction of ISAAC, which will consist of setting the Long Range Plan and the Operational Plan. The following procedure shall be adhered to in the establishment of the Long Range Plan and the Operational Plan:

- (a) the President shall send out a “Call for Submissions” to all Members, via e-mail at the Members’ e-mail address of record, no less than twelve (12) months prior to proposed effective date of the Long Range Plan;
- (b) a space will be created on the Information Exchange to solicit feedback from Members, and shall be kept active for at least two (2) months (the “**Long Range Plan Feedback Period**”);
- (c) following the Long Range Plan Feedback Period, a preliminary version of the Long Range Plan (the “**Draft Long Range Plan**”) shall be drafted by the President and reviewed by the Executive Board,
- (d) following examination by the Executive Board, the Draft Long Range Plan will be distributed to all members of the Council via e-mail at their respective e-mail addresses of record, and posted on the Information Exchange in the “Members News” section. Members shall be permitted to provide feedback on the Draft Long Range Plan for at least two (2) months; and
- (e) a summary of all of the Members’ responses to the Draft Long Range Plan will be collated by the Secretariat and held as a record. The Draft Long Range Plan will be revised and budgeted by the President based on the Members’ feedback (the “**Revised Draft Long Range Plan**”), and then presented to the Council at a Special Counsel Meeting for approval by a simple majority;
- (f) following the approval of the Revised Draft Long Range Plan by the Council, it will be submitted to the Executive Board for approval, where it must be passed by a clear two-thirds majority vote. Once the Revised Draft Long Range Plan has been finalized and passed and by the Executive Board in the manner described, the Long Range Plan will have been set; and
- (g) the Operational Plan will be derived from the Long Range Plan by the Executive Board within one (1) month of the Long Range Plan having been passed.

8.12 **Development of the Biennial Budget.** The Executive Board, in consultation with the Finance Committee and Secretariat, shall develop a biennial budget for ISAAC (the “**Biennial Budget**”). The following procedure shall be adhered to in the development of the Biennial Budget:

- (a) the Executive Board shall draft a biennial budget (the “**Draft Biennial Budget**”) and circulate it at least two (2) months prior to each Biennial Conference Meeting, to the Council for comment. The Council will be required to provide its comments in relation to the Draft Biennial Budget, if any, to the Executive Board within (14) days of having received it;
- (b) after having received the comments of the Council in relation to the Draft Biennial Budget, the Executive Board will convene to consider and, if necessary, revise the Draft Biennial Budget (the “**Revised Draft Biennial Budget**”). The

Revised Draft Biennial Budget will be returned to the Council for approval by majority vote;

- (c) once the Revised Draft Biennial Budget is approved by the Council, the Executive Board will convene to approve the same by majority vote. Once the Draft Revised Biennial Budget has been finalized and passed and by the Executive Board in the manner described, the Biennial Budget will have been set;
 - (d) the Biennial Budget, once set, will be posted on the ISAAC Website in a secure, password protected area. All Members will be notified, via an e-mail sent to each of their respective e-mail addresses of record, that the Biennial Budget has been posted and is available for review.
- 8.13 **Revisions to the Biennial Budget.** No changes may be made to the Biennial Budget, except by a resolution of the Executive Board or by an emergency resolution by the Council.
- 8.14 **Procedure for Submitting Proposals for Bylaw Amendments.** Proposed amendments to the Bylaws (“**Proposed Bylaw Amendments**”) may be submitted in writing to the Executive Board by any member of Council or by petition to the Executive Board signed by at least fifteen (15) Members.
- 8.15 **Publication of Proposed Bylaw Amendments and Feedback.** All Proposed Bylaw Amendments shall be posted on the Information Exchange by the Executive Board for at least thirty (30) days, and all Members will be notified of same via e-mail to each of their respective e-mail addresses of record. Members will have a thirty (30) day window within which to comment on a Proposed Bylaw Amendment, in the manner described on the Information Exchange. All feedback on Proposed Bylaw Amendments shall be collated, and a record of same shall be retained by the Secretariat.
- 8.16 **Approving Amendments to Bylaws.** The Executive Board must unanimously agree, at a meeting duly called for that purpose, to any Proposed Bylaw Amendments. For greater certainty, no Proposed Bylaw Amendment will be incorporated into the Bylaws without the unanimous approval of the Executive Board. An adopted amendment to the Bylaws shall become effective sixty (60) days after the Executive Board meeting at which it was adopted. The President or Chair of the Council shall advise all Members of the amendment in the next publication of at least one Official Publication following adoption.
- 8.17 **Publication of General Accounts and Financial Statements.** All audited accounts and financial statements of ISAAC will be posted on the ISAAC Website by the Executive Board on an annual basis in a secure, password protected area. All Members will be notified, via an e-mail sent to each of their respective e-mail addresses of record, that the audited accounts have been posted and are available for review.
- 8.18 **Reporting on Work Carried Out by the Executive Board.** The Executive Board shall create and regularly maintain a portion of the ISAAC Website to report on the issues that

it is working on, and in so doing, will ensure that the Members are kept informed of work carried out by the Executive Board to benefit ISAAC.

- 8.19 **Borrowing.** Proposals for borrowing funds (“**Borrowing Proposals**”) to support the activities of ISAAC shall be developed by the Finance Committee and presented to the Council and Executive Board for comment and approval. Any Borrowing Proposals must ultimately be approved by a majority vote of the Council and a unanimous vote of the Executive Board before they may be employed. Under no circumstances will a Borrowing Proposal be approved without a clear and viable financial plan to underwrite the borrowed funds.
- 8.20 **Power to Fill Vacancies.** The Executive Board may appoint any Member to fill any vacancy occurring in any office on the Executive Board to serve until the next scheduled election of Executive Board members.
- 8.21 **Power to Employ and Dismiss Employees and Agents.** The Executive Board, through the President, may appoint or employ such employees or agents as the Executive Board may deem necessary to the efficient performance of its responsibilities and those of ISAAC, and may delegate any of its powers accordingly. The Executive Board, through the President, shall also have the authority to discharge or terminate all employees (including contract staff) of ISAAC. Any decision to discharge or terminate an employee of ISAAC shall be reviewed in advance by a solicitor engaged in and knowledgeable of local labour laws.
- 8.22 **Meetings of the Executive Board.** The Executive Board may meet from time to time as determined by the President, but at least once in every calendar year.
- 8.23 **Notice for Meetings of the Executive Board.** The President or his or her designee shall e-mail to each member of the Executive Board at his or her e-mail address of record, written notice of the time, place and purpose of the meeting at least forty-five (45) days in advance of such meeting. All business which the Executive Board is otherwise authorized to conduct may be transacted at any of its meetings.
- 8.24 **Cheques and Drafts.** All cheques, drafts, and orders for payment of money shall be signed in the name of ISAAC and shall be countersigned by such Officers or agents as the Executive Board shall from time to time designate for that purpose.
- 8.25 **Contracts, Conveyances, or Other Instruments.** The Executive Board shall designate the Officers and agents who shall have the authority to execute any instrument on behalf of ISAAC, and for greater certainty, may engage in business activities, including entering into leases and purchasing real and personal property. When the execution of any contract, conveyance, or other instrument has been authorized without specification of the executing Officers, the President, or President-Elect may execute it on behalf of ISAAC.

8.26 **Rules and Regulations.** The Executive Board may prescribe such rules and regulations not inconsistent with the Bylaws relating to the management and operation of ISAAC as it deems expedient.

9. SECRETARIAT

9.1 **Role and Responsibilities.** The role of the Secretariat is to support the work of ISAAC. The Secretariat may be composed of a range of staffed positions, overseen by an executive director, if necessary. Duties and responsibilities of the Secretariat shall include:

- (a) providing high-quality service to Members worldwide, including:
 - (i) processing memberships, subscriptions and product orders;
 - (ii) acting as the main information and service contact for Chapter and non-Chapter members and the public at large;
 - (iii) administering Executive Board elections in collaboration with the chair of the Nominations Committee;
 - (iv) publishing an annual membership directory (the “**Membership Directory**”);
 - (v) selling advertising in the Membership Directory, and
 - (vi) developing relationships with companies that eventually become sponsors;
- (b) maintaining records of ISAAC activities and policies, coordinated through the Executive Board;
- (c) accounting for all funds and transactions as required by the Executive Board and the Council;
- (d) developing the budget in collaboration with Finance Committee;
- (e) supporting fundraising efforts for ISAAC in collaboration with the Finance Committee;
- (f) maintaining the website and Information Exchange in collaboration with the Publications Committee;
- (g) acting as the Conference liaison, and developing contracts and promotional material in collaboration with the Conference Committee and Biennial Conference Committee;
- (h) promoting and supporting the development of Chapters; and

- (i) administering the Awards and Scholarships Program, in consultation with the Chair of the Nominations Committee.

9.2 **Composition and Relationship to Executive Board.** The Secretariat shall have a board of directors, and that board of directors shall be the Executive Board. For greater certainty, all staffing decisions in relation to the Secretariat will be made by the Executive Board.

10. **COMMITTEES AND TASK FORCES**

10.1 **Committees, General.** All committees will be required to include at least one member who relies on alternative augmentative communication, accompanied by family members or other representatives to assist, where required.

10.2 **Standing Committees.** The following Standing Committees shall be established by the Council, and each will include representation from an Executive Board member.

- (a) the Conference Committee;
- (b) the Finance Committee;
- (c) the Leadership Committee for People Who Use AAC;
- (d) the Nominations Committee (on which the past President shall serve as Chair);
- (e) the Publications Committee; and
- (f) the Research Committee.

10.3 **Appointment of Members to Standing Committees.** The Executive Board will seek nominations for membership in all Standing Committees from the Council and the Members at least once every two (2) years. The Executive Board will review said nominations in consultation with the Council, and appoint Members to Standing Committees accordingly.

10.4 **Review of Standing Committees.** The Executive Board and Council shall routinely consult one another with respect to the effectiveness of the Standing Committees, and in particular, will debate the continuation of existing Standing Committees and/or the creation of new Standing Committees.

10.5 **Other Committees.** The following Other Committees will be established by the Executive Committee, and each shall include representation from at least one (1) member of Council.

- (a) Friends of ISAAC;

- (b) the Emerging AAC Nations Committee (incorporated under BUILD AAC Committee); and
 - (c) the Translations Committee.
 - (d) the Biennial Conference Committee
- 10.6 **Committee Terms of Reference.** The terms of reference for each Standing Committee and Other Committees, including the composition and mandate for each, are set out at **APPENDIX A** to these Bylaws (the “**Committee Terms of Reference**”). The Executive Board reserves the right to amend the Committee Terms of Reference, and any amendments thereto will be published in at least one Official Publication and posted on the Information Exchange.
- 10.7 **Ad Hoc Task Forces and Committees.** Ad hoc task forces and committees may be established from time to time by the Executive Board to carry out a time-limited activity for a purpose specified by the Executive Board. The chairpersons of task forces or committees established by the Executive Board shall be appointed by the President and may include members of the Council or general membership.

11. **PUBLICATIONS**

- 11.1 **Official Publications.** The official publications of ISAAC are “*Augmentative and Alternative Communication*”
- 11.2 **Affiliate Publications.** Affiliate publications of ISAAC may be approved by the Executive Board provided that the publications meet the criteria established by the Executive Board. These criteria and procedures for becoming an affiliate publication shall be reviewed and renewed by the Executive Board from time to time.
- 11.3 **Other Publications.** Other publications may include monographs and other special documents authorized by the Executive Board or the Council. The appointment of the editors of such publications shall be made by the Executive Board.

12. **VOTING AND PROXIES**

- 12.1 **Voting.** At every meeting of the Council, Executive Board or of any committee where a vote is required, each member of Council, Executive Board or committee member shall be entitled to one vote upon each subject submitted to vote, regardless of the number of positions that member may hold. An individual may cast proxy votes which have been authorized pursuant to section [12.2] below.
- 12.2 **Proxies.** Proxy voting is permitted. A proxy shall be effective only if it is in writing, dated, limited in time to no more than two (2) years from its date, and signed by a Member and delivered to the Secretariat. The proxy shall name the individual authorized to vote in the place of the absent Member.

12.3 **Electronic Voting.** Electronic voting may be used when appropriate.

13. **GENERAL**

13.1 **Meetings.** Any meeting in whole or in part, authorized by the Bylaws, may be held by means of telecommunication. Any business of the Executive Board, the Council, or any committees or task forces expressly appointed by the Council or Executive Board may be conducted by mail/e-mail/fax, or by other similar electronic means of communication.

13.2 **Waiver of Notice of Meetings.** Notice of the time, place, and purpose of any meeting of the Council, the Executive Board, Committee, or any other ad hoc committee or task force may be waived by participants in person or in writing delivered to the Secretariat either before or after the date of the meeting. Actions taken at such a meeting where notice has been waived shall be valid. For the purpose of sending notice to any Member, member of Council or Officer for any meeting or otherwise, the address and/or e-mail address of the Member, member of Council or Officer shall be his or her last address recorded on the books of ISAAC.

13.3 **Errors in Notice of Meetings.** No error or omission in giving notice of any meeting of the Members, the Council, the Executive Board, Committee or ad hoc other committee or task force shall invalidate such meeting or make void any proceedings taken thereat.

13.4 **Quorum.** A quorum of the Council, Executive Board, Committee, or any ad hoc committee or task force shall consist of all members of the Council, Executive Board, Committee, or relevant ad hoc committee or task force, as the case may be, that are present at any duly authorized meeting unless otherwise specified elsewhere in the Bylaws.

13.5 **Indemnities to Members of Council and Officers.** Every member of Council, Officer or other person who has undertaken or is about to undertake any liability on behalf of ISAAC shall, from time to time and at all times, be indemnified and saved harmless out of the funds of ISAAC, from and against:

(a) all costs, charges and expenses which such Council Member, Officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him or her, or in respect of any act, deed, matter of thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his office or in respect of any such liability; and

(b) all other costs, charges and expenses which he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default.

13.6 **Notices and Communications Sent by ISAAC.** All notices and other communications required by these Bylaws to be sent to the Members by the Council, Secretariat or Executive Board shall be sent to each of the Members' e-mail address of record. Postal

delivery of notices and communications shall be considered if a Member places a request in writing to Council, Secretariat or Executive Board, as appropriate.

- 13.7 **Notices and Communications Sent to ISAAC.** Unless otherwise specified in these Bylaws, all notices and other communications pursuant to these Bylaws that are required to be sent by Members to the Council, Secretariat or Executive Board shall be made in writing and delivered by e-mail, hand, facsimile or sent by registered mail to any one of the addresses of the current Secretariat Office of the ISAAC.
- 13.8 **Compensation.** The members of Council and Officers shall serve without compensation. They may be given a reasonable per diem and travel allowance to defray the expense of attending regular or special meetings of ISAAC. Employees of the Secretariat may be compensated in the manner and quantum specified by the Executive Board.
- 13.9 **Fiscal Year.** The fiscal year of ISAAC shall be the calendar year.
- 13.10 **Dissolution.** ISAAC may be dissolved by two-thirds (2/3) majority vote of the Council, followed by a unanimous vote by the Executive Board. Such dissolution shall become effective only after notice of such action has been published in at least one Official Publication and e-mailed to the Members at each Members' e-mail address of record, and a majority of the Members do not object in writing within ninety (90) days following delivery of the notice to dissolve.

**APPENDIX A - STANDING COMMITTEES AND OTHER COMMITTEES
TERMS OF REFERENCE**



A. Conference Committee

TERMS OF REFERENCE

MANDATE

The Conference Committee, as a standing committee of ISAAC, is responsible to and reports to the Executive Board. The Committee is responsible for assisting with the organization of the ISAAC Biennial Conferences in accordance with Bylaw 10.2.

STATUS AND PURPOSE

With the active involvement of the ISAAC Secretariat and the support of the Executive Board, the Conference Committee establishes all necessary procedures to ensure the success of the Biennial Conferences: budget, sites and organization, before, during and after the Conference. The Conference Committee works closely with the Biennial Conference Committee to share knowledge and experience.

COMMITTEE COMPOSITION

This Committee shall specifically consist of one (1) Vice-President without Portfolio from the Executive Board, one (1) person who uses AAC or a parent/family member, and other appropriate individuals knowledgeable in conference matters: organization, budget, social events, etc. The Executive Director/Secretariat Manager shall sit as an ex-officio member of the Committee. The Committee shall consist of a minimum of three (3) individuals and a maximum of seven (7) individuals. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be the Vice-President without Portfolio from the Executive Board.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. Following the election of a new Board, it is the duty of that new Board to select a Conference Committee.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all inclusive)

1. Preparing a detailed manual outlining the required steps needed to organize a conference, including templates and documents that need to be produced. The manual will be reviewed and revised after every conference.
2. Requesting submissions four (4) years in advance from cities willing to hold the Biennial Conference.
3. Preparing a short list of not more than three (3) sites according to specific criteria detailed in the manual.
4. The Executive Board will ensure that successful applicants understand that ISAAC Conferences are a platform for sharing international experience and knowledge.
5. The Executive Board will select the site and maintain close collaboration with the Biennial Conference Committee in all preparation matters. The experience of conference organizers from previous years will be sought and put to use by the Biennial Conference Committee.
6. One of the members of the Conference Committee will be selected to mentor the Biennial Conference Committee as required. The selection of the mentor will be carried out according to three criteria: geographical proximity, cultural similarities and conference experience. The host country will be able to select this member of the Conference Committee, who will also have Executive Board approval. The mentor's expenses will be paid by the local Conference Committee but the money may be loaned by ISAAC Secretariat before the Conference, to be returned at the end of the Conference.
7. The Executive Board will be informed periodically on the progress of preparations.

MEETING REQUIREMENT

The Conference Committee will meet at least four (4) times a year or as designated by the Chair. Within fifteen (15) days following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his designate will bring forward any recommendations for discussion of the Committee's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Conference Committee and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



B. Biennial Conference Committee

TERMS OF REFERENCE

MANDATE

The Biennial Conference Committee (BCC), as a Committee of ISAAC, is responsible to and reports to the Executive Board. The Committee is responsible for organizing the Biennial ISAAC Conference in accordance with Bylaw (10.5).

STATUS AND PURPOSE

With the active involvement of the ISAAC Secretariat, the ISAAC chapter or group of ISAAC members who will constitute the Conference Committee, establish all the necessary procedures to ensure the success of the conference: budget, sites and organization before, during and after the conference. The ISAAC Research Committee will assist as well in every matter concerning the Research Symposium.

COMMITTEE COMPOSITION

This Committee shall specifically consist of one (1) President, one (1) person who uses AAC or a parent/family member, and other appropriate individuals, members or non-members of ISAAC, who are knowledgeable in organizing the conference. A member of ISAAC who has experience in organizing a previous conference (mentor) will be a member of this Committee, assisting the group with the experience gained through organizing a similar event. The costs that this assistance may entail (travelling expenses, etc.) will be included in the Conference budget. The Executive Director/Secretariat Manager shall sit as an ex-officio member of the Committee. The Committee shall consist of a minimum of six (6) individuals and a maximum of fifteen (15) individuals. A Committee quorum will consist of a simple majority.

TERMS OF OFFICE

The President of the Conference Committee will appoint members of the BCC.

BCC terms of office coincide with the term of preparation of the conference, since the country is chosen during the preceding conference.

A member of the Committee may be removed for cause by a vote of the BCC.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

The ISAAC Executive Board will select a city as the site of the Biennial Conference, which is hosted by an ISAAC Chapter or group of members.

The Biennial Conference is an important education, financial and advocacy activity for ISAAC. Toward that end, the Executive Board and the Secretariat are prepared to work with the Conference Committee to achieve a highly successful, international conference on behalf of ISAAC. Please see Appendix for a sample agreement outlining the operational and financial understanding between ISAAC and the Biennial Conference Committee, developed for the 2008 Biennial Conference in Montreal, Canada.

The following operational and financial understanding will be agreed to by ISAAC and the conference chairs for the Biennial Conferences:

1. The Biennial Conference will be held in the city proposed by Chapters interested in holding it and approved by the Executive Board.
2. The President will serve as the primary liaison with ISAAC for the conference. One member of the ISAAC Executive Board will also act as a liaison with the conference co-chairs. The ISAAC Executive Board liaison and Secretariat will work closely with the conference co-chairs.
3. The BCC agrees to target a minimum profit for ISAAC of revisable CDN\$40,000 in their conference budget. The Committee and the ISAAC Executive Board will make a concerted effort to reach that minimum through their collective planning and administration for the conference. Any further profit will be shared equally (50% ISAAC and 50% to support ISAAC local activities).
4. The Research Symposium will be organized by the Research Committee of ISAAC, and integrated into the overall conference planning and promotion.
5. The BCC co-chairs will work with the ISAAC Committee for people who use AAC to develop a specific program for people who use AAC to be held during the pre- and main conference. These activities are to be organized by the host Chapter and are integrated into the overall conference planning and promotion. The BCC may propose an AAC Camp prior to the conference with a separate budget and organizing committee.
6. A conference account will be established by the BCC. All conference revenue will be deposited to this account and used to pay all conference expenses on behalf of ISAAC and local organizers, in accordance with the conference budget approved by the ISAAC Executive Board.

7. If necessary and upon request, and following the approval of the preliminary operational plan and draft budget by the Executive Board, ISAAC will provide CDN \$10,000 to assist in the initial planning stages of the Conference. This is budgeted as a Conference expense and returned to ISAAC prior to the distribution of the profits.
8. The BCC Co-chairs will submit a series of operational plans to the Executive Committee. A preliminary plan will be provided no later than two years before the celebration of the congress, a detailed operational plan will be available by December of the second previous year; and a final operational plan will be submitted in February of year prior to the conference. Operational plans should include publication schedules, planned Conference activities, committees, a detailed timeline of actions, a detailed budget and registration fees (to be set by December of the previous year to the Conference). Pre-and post-conference activities related to ISAAC, including the pre-conference workshops should be considered in each operational plan. Upon approval by the Executive Board, this operational plan and subsequent updates will become the agreed-upon plan for conference development. The conference co-chairs have the authority to carry out this plan on a day-by-day basis.
9. Operational and financial updates will be submitted to the Executive Board and the President approximately every six (6) months. Committee meeting minutes may serve as operational plan updates.
10. If any major changes in the operational plan are necessary after the initial approval, the Conference Co-Chairs will seek approval from the Executive Board prior to taking any action.
11. The BCC co-chairs will submit to the Executive Board for review and consent prior to signing:
 - any major financial contracts relative to the Conference. This includes contract(s) with a Conference organizer, who may in turn subcontract for hotels, audiovisual equipment, publications and so on.
12. The BCC Co-Chairs will submit to the President for review and consent:
 - publication of official conference materials (e.g., Call for Papers, Preliminary Program, Final Announcement, Registration Packet).
 - finalization of official ISAAC events (e.g., President's Reception, Awards).
13. For people who use AAC, the local committee will endeavour to provide a discounted daily rate for accommodation at hotels.
14. Registration fees will be proposed by the conference co-chairs and approved by the Executive Board. Registration fees will offer reduced rates to ISAAC members of various categories and designated others as agreed by the Executive Board.

- a) Corporate members of ISAAC will be given 20% reduction in costs for exhibit space and institutional members of ISAAC will be given a 15% reduction in costs for exhibit space, and first choice with regard to exhibit locations.
 - b) Complimentary registration to be budgeted for: Executive Board Members, ISAAC Executive Director/Secretariat Manager plus one staff, Editors of the IE and AAC Journal, the *Words+* People Who Use AAC Lecture Award winner, AbleNet Literacy Award winner. Any carer who travels with any of the aforementioned persons (and Possum ISAAC award winner) shall also be given free registration.
 - c) The conference hotel will house a meeting room or suite that can be used for Executive Board and other ad hoc meetings. This room is to be available four (4) days prior to the conference at no charge to ISAAC.
 - d) The main hotel will also supply a meeting room for the Board, provided at no charge to ISAAC, for the day before the conference.
 - e) During the conference, suitable rooms for the Executive Board and other ad hoc meetings will be available at the Conference Centre.
15. A series of publications and/or CD ROMs will be produced by the conference as mutually agreed upon by the Executive Board and co-chairs. The publication schedule will be delineated in the operational plan.
 16. The cost of the BCC communication with the Executive Board and the editors during the planning stages of the conference will be part of the conference expenses.
 17. The BCC will submit a written report on the conference to the ISAAC Executive within three (3) months of the close of the conference and before November of the previous year to the conference. This should include a complete financial accounting. Profits should be distributed at that time to ISAAC.
 18. The ISAAC Secretariat will work with the conference co-chairs in making arrangements for the Executive Board meetings, Board meetings, Membership meeting, Chapter Presidents' meeting, Chapter meetings, Parents/Primary Carers' Forum, Emerging AAC Nations Committee and People Who Use AAC Committee/Forum. Expenses for these activities, other than room rental, if any, will be paid by ISAAC.
 19. The BCC is responsible for any financial loss (net loss) incurred by the conference.
 20. This agreement can be amended at any time upon mutual agreement of the ISAAC Executive Board and the BCC.

Note: The Conference Committee tasks described above represent a guideline based on experiences shared by other organizing congresses. While earlier conferences have been managed without contracting the services of a professional management company or organizer, it is now

expected that all conferences for the Biennial Meetings will be offered with the services of a professional company. The local members or local chapter will in no way be expected to be the organizer of the Biennial Conference, but may assist as requested.

MEETING REQUIREMENT

The BCC will meet at a minimum of every two (2) months during the year immediately after the previous conference. The next year, meetings will take place every month or at other times as designated by the chair. The BCC will keep minutes of its meetings and recommendations. Within one week following each meeting, the minutes will be forwarded to the Secretariat who will forward them to the Executive Board for review.

The Chair and/or his designate will bring forward any recommendations for discussion of the BCC's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the BCC and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



C. **Finance Committee**

TERMS OF REFERENCE

MANDATE

The Finance Committee, as a standing committee of ISAAC, is responsible to and reports to the Executive Board (Bylaw 10.2). The Committee is charged with monitoring the funds of the Society and the Society's financial records. The Committee also monitors the fiscal policies, practices and procedures of the Society in accordance with Bylaw 8.12

STATUS AND PURPOSE

The Finance Committee shall review established biennial budgets and annual operating budgets as required by the Society and, where applicable, from funding sources such as government agencies and departments, Foundations and Corporations and others. It shall at all times be cognizant of the financial status of the Society and recommend action regarding same to the Executive Board, with all action subject to approval of the Executive Board.

The Finance Committee is responsible for overseeing the Society's fundraising and marketing activities and will approve an annual fundraising plan and specific plans and expenditures for fundraising activities as they are scheduled.

COMMITTEE COMPOSITION

(Bylaw 10.3) This Committee shall specifically consist of the President, President-Elect, Chair of the Council, a person who uses AAC or one (1) parent/family member, and other appropriate individuals knowledgeable in financial matters. One (1) member of the Committee shall be able to advise on legal and financial matters. The Executive Director/Secretariat Manager shall sit as an ex-officio member of the Committee. The Committee shall consist of a minimum of three (3) individuals and a maximum of eight (8) individuals. A Committee quorum will consist of a simple majority. The Chair of the Committee shall be elected by members of the Finance Committee. The chair of the Council will provide an essential link in terms of relaying financial information between the Council members and the Executive Board. At least one (1) member of the Committee will be a paid employee with financial expertise. This appointment will be ongoing.

The External Auditor of the Society shall not be a member of the Committee.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. Following the election of a new Board, it is the duty of that new Board to select a Finance Committee.

Members will serve a term of two (2) years and be able to sit for two (2) consecutive terms. After a break of one (1) term, members may be re-elected for a further term.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. Budgets

All Society budgets are the responsibility of and are prepared by the Executive Board and Secretariat. Budgets must be reviewed by the Finance Committee, and the Finance Committee must present their budget recommendations to the Executive Board. Once formulated, the budget is circulated to the Council for comment. Approval of the budget must be within 14 days after it has been circulated to the Council.

Once the budgets have been approved by the Executive Board, no changes may be made except by a resolution of the Executive Board, and on advice of said changes to the ISAAC Council.

The Society will maintain recommendations to the Executive Board a Reserve Balance of no less than \$50,000. Approval by the Executive Board is necessary for any proposed expenditure from said funds from the Reserves.

The Executive Board is responsible for reporting the work of the Financial Committee to the Society members, inclusive of an audited financial statement.

2. Financial Reports

Financial reports must be prepared every quarter for review by the Finance Committee for submission to the Executive Board, to be presented at a regular quarterly Executive Board meeting.

The format and scope of the Financial Reports will be determined by the Finance Committee and the Executive Board. They will include, at a minimum, a Monthly Income, Expenditure and Budget Statement; Balance Sheet; and, where applicable, an Aged Accounts Receivable Report.

3. Purchase Requisitions/Orders

Purchase requisitions or purchase orders must be prepared and approved for all proposed expenditures covering the purchase of goods or services from outside suppliers.

The Executive Director/Secretariat Manager, on advice to the Finance Committee, may authorize PR/PO up to and including expenditures of \$2,000.

The Finance Committee may recommend items over \$2,000 to the Executive Board for approval. Any item that is leased, or rented or purchased on installment, whose total, if purchased outright, is deemed to entail an expenditure of more than \$2,000, requires a recommendation from the Finance Committee, and authorization and approval by the Executive Board.

4. Submission of Financial and Statistical Reports to Funders

Where required, timely reports for funding and expenditures to funding sources must be prepared in the form and for the period prescribed by the funding source. It is imperative that the completed forms be sent to the funding sources within thirty (30) days of the end of the period covered by the claim.

5. Cheques

Authority to sign cheques can only be given by a Resolution of the Executive Board. Any two of the following must sign cheques:

1. Executive Director/Secretariat Manager
2. President
3. Vice President, Executive Board
4. Local member on Finance Committee
5. Legal Advisor

Whenever the Executive Director/Secretariat Manager does not sign a cheque and both signatures are by other individuals with signing authority, the Executive Board must be advised in writing in advance of the issuance of said cheque.

6. Internal Checks and Controls

The Executive Director/Secretariat Manager is responsible for setting up and maintaining practical checks and controls of all transactions and procedures that affect the finances and/or the books and records of the Society.

The Executive Director/Secretariat Manager must report all pertinent facts of the case(s) to the Finance Committee and the Executive Board.

The Finance Committee will monitor the adequacy and reliability of the system of internal checks and controls. The Finance Committee will perform or arrange to have performed, any tests or check of financial records it may deem advisable.

All manual journal entries must be approved on a quarterly basis by signature (real) and date, of the Executive Director/Secretariat Manager and the Chair of the Finance Committee or, in their absence, by a/designated member(s) of the Finance Committee.

7. Insurance Coverage

It is the responsibility of the Executive Director/Secretariat Manager to ensure that all properties and all aspects of the operations of the Society are adequately covered at all times by the proper amount and form of insurance.

It is the responsibility of the Executive Director/Secretariat Manager to keep the Finance Committee and /or the Executive Board fully and promptly informed of any inadequacies in the Society's insurance coverage.

8. Salary Schedule

The Finance Committee will set line item totals for salaries according to approved annual budgets and submit same to the Executive Board, which will allocate the salary fund to individual staff members.

MEETING REQUIREMENT

The Finance Committee will meet once each quarter or at other times as designated by the Chair. Meetings will be held either face-to-face or electronically. The Committee will keep minutes of its meeting and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Executive Board and Council.

The Chair and/or his designate will bring forward any recommendations for discussion of the Committee's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Finance Committee and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



D. Leadership Committee for People who use AAC

TERMS OF REFERENCE

MANDATE

The Leadership Committee, as a Standing Committee of ISAAC, is responsible to and reports to the Executive Board (Bylaw 10.2). The Committee will provide advice to ISAAC on all issues involving people who use AAC, including appointments to the ISAAC Council and the Executive Board; will provide recommendations regarding funding awards and scholarships that are available to assist people who use AAC to participate in ISAAC Biennial conferences; and will help in finding sponsorship for particular projects that have a person who uses AAC focus, in accordance with Bylaw 10.2

STATUS AND PURPOSE

The Leadership Committee shall foster the participation of augmented communicators, their families and support networks within ISAAC and within broader international settings, and provide leadership for people who use AAC within the ISAAC community.

COMMITTEE COMPOSITION

This Committee shall specifically consist of three (3) to eight (8) individuals, the majority of the membership being people who use AAC, including at a minimum one (1) parent/family member and other appropriate individuals knowledgeable in matters of AAC and leadership. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be a person who uses AAC from the Executive Board. Members of the Committee will be from four (4) or more countries and/or regions represented in ISAAC.

TERMS OF OFFICE

Members will serve a term of four (4) years, with half of the Committee members ending their term every two (2) years.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. The Committee will assist people who use AAC to develop the skills and take an active role in ISAAC leadership, and the decision-making process.
2. The Committee will raise issues concerning people who use AAC and initiate new ideas and implement actions plans to involve people who use AAC.
3. The Committee will encourage all Chapters to have one (1) person who uses AAC on the Executive Board.
4. The Committee will support people who use AAC and their families/carers to take up leadership roles in the wider community.
5. The Committee will increase the active participation of leadership in ISAAC, in all ISAAC conferences, co-sponsored conferences and meetings.
6. The Committee will review each ISAAC conference to determine how to better manage the next conference, with a particular focus on inclusion and access.
7. The Committee will provide a platform for people who use AAC within ISAAC.
8. The Committee will ensure that interests of people who use AAC within ISAAC are represented.
9. The Committee will administer the Words + ISAAC award, and the POSSUM/ISAAC award with the assistance of the ISAAC Secretariat.
10. The Committee will support and encourage the participation of leadership in AAC research projects.
11. The Committee will develop links with associated people who use AAC organizations worldwide.
12. Committee members will pursue a mentor role to new people who use AAC.
13. The Committee will allocate the Travel Fund sponsorship money for people who use AAC.

MEETING REQUIREMENT

The Committee will meet electronically twice annually and at other times as designated by the committee members. Input will be solicited via mail and email from Committee members who cannot attend or participate in meetings. The Committee will keep minutes of its meeting and

recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his/her designate will bring forward any recommendations to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Leadership Committee and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



E. Nominations Committee

TERMS OF REFERENCE

MANDATE

The Nominations Committee, as a Standing Committee of ISAAC, is responsible to and reports to the Executive Board, (Bylaw 10.2). The Committee is responsible for seeking nominations from the ISAAC membership for the positions of Executive Board officers in accordance with Bylaw 8.2

STATUS AND PURPOSE

With the active involvement of the ISAAC Secretariat, the ISAAC Council establishes a Nominations Committee from its membership, and said Committee oversees the gathering of candidate names and the election of officers of ISAAC for the Executive Board.

COMMITTEE COMPOSITION

This Committee shall specifically consist of a minimum of three (3) and a maximum of eight (8), including three of the following: Chair of the Council, current President of the Executive Board, Past President, a person who uses AAC or a parent/family member. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be the Past President.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

A. Nominations procedure for electing the ISAAC Executive Board and Chair of Council:

1. The following positions will be open for nominations:

Chair of the Council; President; President Elect; Vice President; Leadership Chair for People Who Use AAC; two (2) Vice Presidents Without Portfolio.

2. The current President-Elect will become President of ISAAC. If any ISAAC member wishes to contest this, they must put their concerns in writing to the chair of the Nominations Committee at least 200 days prior to the Council meeting.
3. Any member of ISAAC who has been a member of the ISAAC Council, a member of an ISAAC Executive Board, or is recognized as having made an outstanding contribution to AAC, is eligible for nomination to the Executive Board.
4. Council members may nominate any ISAAC member who meets the above criteria for consideration for the Executive Board positions. Each nomination must be accompanied by a signed declaration from the nominee that he/she is willing to stand for election, naming the position. A short biography must also be included.
5. Only one person from any one country will be accepted on the Executive Board, other than for the position of the AAC Leadership Chair. (Bylaw 8.1)
6. Council members can, of course, nominate someone from another country and more than one ISAAC member from any one country can be put forward for any position.
7. The Nominations Committee will establish who on the Executive Board is eligible for re-election and ensure that they are included on the ballot if they are prepared to stand. It is advisable that two (2) members of the Executive Board remain for continuity, but may take other positions.
8. Council members are encouraged to consult with ISAAC members in their country when considering nominees for the Executive Board.
9. The Nominations Committee has responsibility for ensuring that the Executive Board contains an appropriate mix of international representation as stated in the bylaws (e.g., the President and President-Elect cannot reside in the same country).
10. The Nominations Committee may also nominate ISAAC members for positions on the Executive Board.
11. All nominations are to be sent to the Secretariat of ISAAC 120 days prior to the biennial Council meeting. The Executive Board will then be informed of the slate for the positions on the Executive Board.
12. Where there is more than one nomination for a position the Council, there will be a vote by email or fax ballot. In the case of a tied vote, the Nominations Committee will have the casting vote and may consult with members of the Council at their discretion.

13. All Executive Board and Council members, including any who are also on the Nominations Committee, are entitled to vote.
14. The Executive Director/Secretariat Manager is responsible for organizing the vote and will pass the results to the Chair of the Nominations Committee.
15. The Nominations Committee shall present the final slate (or in the case of more nominees than positions, the elected members to the Council) no less than 45 days before the Council meeting.

B. The Chair of the Nominations Committee will liaise with the Executive Director/Secretariat Manager in administering the Awards and Scholarships Program (see <http://www.isaac-online.org/en/about/awards.html> for details on the awards and scholarships presented by ISAAC).

MEETING REQUIREMENT

The Nominations Committee will meet electronically as required and as designated by the Chair. The Committee will keep minutes of its meetings and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Nominating Committee and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



F. Publications Committee

TERMS OF REFERENCE

MANDATE

The Publications Committee, as a Standing Committee of ISAAC, is responsible to and reports to the Executive Board (Bylaw 10.2). The Committee oversees ISAAC Press, which is owned and operated by ISAAC. The Committee oversees and supports the publication of the AAC Journal and provides liaison between the publisher and ISAAC. Its aim is to promote awareness and provide materials and new ideas on possible interesting publications that will benefit ISAAC members and the broader AAC community.

STATUS AND PURPOSE

The Committee oversees the production and publishing of materials that meet previously unmet needs of the AAC community; looks for new publications of any kind useful for the AAC community; works to increase access to materials by seeking ways to provide translations of ISAAC printed materials; supports existing publications by problem-solving strategies; and works to create a source of revenue for ISAAC to further its mission.

COMMITTEE COMPOSITION

This Committee shall specifically consist of one (1) Executive Board member as Chair, one (1) person who uses AAC or one (1) parent/family member and other appropriate individuals knowledgeable in printing and publishing matters. The Executive Director/Secretariat Manager shall sit as an ex-officio member of the Committee. The Committee shall consist of a minimum of three (3) individuals and a maximum of eight (8) individuals. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be an Executive Board member.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. Members will serve a term of two (2) years and be able to sit for two (2) consecutive terms. After a break of one (1) term, members may be re elected for a further term.

Following the election of a new Executive Board, it is the duty of that new Board to select a Publications Committee.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. Maintain current ISAAC Press materials and all ISAAC information in a range of formats.
2. Pursue the creation of future materials in a range of formats.
3. Make recommendations about ISAAC Press and pursue resources for funding and translation and participate in the marketing and distribution of ISAAC Press products.
4. Ensure that ISAAC Series publications meet standards appropriate for the group for whom the publications are targeted.
5. Liaise with the Research Committee with respect to accessible information and the use of appropriate terminology by ISAAC and its members.
6. Develop a multi-language information and dissemination system.
7. Encourage and practise the use of plain English in all publications and information targeted to the whole membership.
8. Liaise with the Finance Committee to ensure funding is available for translation from and into multiple languages.
9. Promote the transfer of information from the Executive Board to Council and the membership through the Information Exchange.
10. Promote information distribution on AAC through electronic communications.
11. Encourage Chapters and country groups to share information with the whole membership through the website, conferences and presentations, as well as Chapter and Presidents' meetings.

MEETING REQUIREMENT

The Committee will meet electronically twice annually and at other times as designated by the Committee members. Input will be solicited via mail and email from Committee members who cannot attend or participate in meetings. The Committee will keep minutes of its meetings and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his/her designate will bring forward any recommendations for discussion of the Committee's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Publications Committee and any changes must be submitted for comment to the Council and for final approval to and by the Executive Board.

APPROVED / Revised

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Date



G. Research Committee

TERMS OF REFERENCE

MANDATE

The Research Committee, as a Standing Committee of ISAAC, is responsible to and reports to the Executive Board (Bylaw 10.2). The Committee is responsible for the promotion of research and development in all areas of AAC.

STATUS AND PURPOSE

The purpose of the Research Committee is to ensure research into AAC is promoted and results disseminated within the AAC community and beyond. In addition, the Committee members seek opportunities to enhance other ISAAC projects by assisting in developing research design and being alert to funding opportunities and partnerships that have the potential to further the growth of research.

COMMITTEE COMPOSITION

This Committee shall specifically consist of one member from the Council one (1) person who uses ACC or one (1) parent/family member and other appropriate individuals knowledgeable in research matters. The Committee shall consist of a minimum of three (3) individuals and a maximum of seven (7) individuals. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be an Council member.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. Following the election of a new Board, it is the duty of that new Board to select a Research Committee.

Members will serve a term of two (2) years and be able to sit for two (2) consecutive terms. After a break of one (1) term, members may be re elected for a further term

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. Provide assistance for the research forums associated with biennial conferences.
2. Publish proceedings of the biennial Research Symposium in a timely fashion.
3. Continue to nurture and support new writers in the field of AAC.
4. Provide opportunities for researchers to interact with the membership via the website.
5. Contribute to the EAN Listserv and ISAAC website as a means of information exchange and research updates or news.
6. Be alert for opportunities to locate resources and funding to support ISAAC's operations and development in liaison with the Finance Committee.

MEETING REQUIREMENT

The Committee will meet electronically twice annually and at other times as designated by the Committee members. Input will be solicited via mail and email from Committee members who cannot attend or participate in meetings. The Committee will keep minutes of its meeting and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his/her designate will bring forward any recommendations for discussion of the Committee's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Research Committee and any changes must be circulated for comment to the Council and submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



H. BUILD AAC Committee (to incorporate EAN Committee)

TERMS OF REFERENCE

MANDATE

The BUILD AAC Committee, as a Committee of ISAAC, and is responsible to and reports through its Chair to the Executive Board. The Committee is charged with supporting the Society's membership where economical limitations restrict and influence the participation of these countries in establishment and development of AAC services.

STATUS AND PURPOSE

The BUILD AAC Committee is responsible for supporting the development of services in emerging AAC countries; for the development of criteria for and distribution of the Committee's budget and ISAAC biennial conference funding for people from emerging AAC countries; for the maintenance of a listserv and distribution of information relating to its discussion topics; for maintaining ISAAC's liaison with relevant partners; for increasing membership in ISAAC via the Society's specific membership offers to emerging AAC countries; and for making recommendations to the Executive Board.

COMMITTEE COMPOSITION

The BUILD AAC Committee shall be led by the Chair responsible for the BUILD AAC Committee and will include the Chairs of each sub-committee focusing on different aspects of the BUILD AAC mission. In addition, other appropriate individuals knowledgeable in matters pertaining to issues regarding emerging countries can be co-opted onto the Committee. The Committee shall consist of a minimum of three (3) individuals and a maximum of eight (8) individuals. The majority of Committee members will be from emerging AAC nations. At least one (1) Committee member will be a person who uses AAC or a parent/family member.

TERMS OF OFFICE

Members will serve a term of four (4) years, half of the Committee members to end their term every two (2) years.

Following the election of a new Board, it is the duty of that new Board to select the Chairs of the BUILD AAC Committee.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. The BUILD AAC Committee will coordinate and act in an advisory capacity to the Committee as a whole.
2. The BUILD AAC Committee is responsible for reviewing existing Committee activities, strategic planning of the Committee's tasks, management of the Committee budget and for reporting and liaison with the Executive Board. It is also responsible for organizing events specific to the needs of participants from emerging AAC nations and support travel and accommodation for people from emerging countries to attend the ISAAC biennial meetings.
3. Sub-committees and/or Task Forces:
 - Sub-committee and task force Chairs will be set up by the BUILD AAC Committee. Sub-committees will undertake long-term projects within the Committee's business plan and task forces will be established to work on specific short-term projects.
 - Sub-committee and task force Chairs will be appointed by the Chair of the BUILD AAC Committee. They will report directly to the Chair of the BUILD AAC Committee and will communicate with other sub-committee and task force chairs when appropriate.

The following sub-committees and/or task forces function within the overall structure of the BUILD AAC mission:

Promotion of AAC and ISAAC membership in emerging countries

- This sub-committee is responsible for promoting information sharing and networking between members in AAC nations as well as between members and members in developed countries. This sub-committee is responsible for the development of policies and procedures pertaining to the distribution of information about ISAAC to developing countries with the end goal of developing ISAAC interest groups in developing countries.
- The sub-committee will liaise with the Secretariat regarding the Bridge School Award and assist in supporting successful candidates.

Building and Promoting of AAC intervention resources

- This sub-committee reviews and manages the development of appropriate AAC intervention resources for use by ISAAC members.

- This sub-committee solicits and compiles AAC information of interest to people in emerging nations. Articles and intervention materials on AAC from or by ISAAC members involved and/or interested in developing AAC services are posted on the ISAAC website.

Supporting activities in specific geographical areas

- This sub-committee cooperates with the ISAAC Biennial Conference Committee in organizing events specific to the needs of participants from developing countries and in supporting travel and accommodation arrangements for people from developing countries.
- This sub-committee collects and compiles information about funding resources, academic institutions and agencies that support programs and people to obtain funding and further education.

MEETING REQUIREMENT

The BUILD AAC Committee will meet electronically on an annual basis or at other times as designated by the committee members. Input will be solicited via mail and email from committee members who cannot attend or participate in meetings. The Committee will keep minutes of its meetings and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his/her designate will bring forward any recommendations for discussion of the Committee’s motions to the Executive Board.

TERMS OF REFERENCE REVIEW

These terms of reference are to be reviewed periodically by the Committee and any changes must be submitted for approval to and by the Executive Board.

APPROVED / Revised

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Date



I. Translations Committee

TERMS OF REFERENCE

MANDATE

The Translations Committee, as a committee of ISAAC, is responsible to and reports to the Executive Board and Publications Committee. The committee oversees and supports the translation of articles and documents into a range of formats. The aim is to promote accessibility into languages other than English. Translations should be in a minimum of four languages (French, German, Italian and Spanish).

STATUS AND PURPOSE

The Committee oversees and supports the translation of articles and documents into languages other than English. Translated materials will be in a range of formats. The aim is to increase access to information for ISAAC members whose first language is not English.

COMMITTEE COMPOSITION

This Committee shall specifically consist of one (1) member from the Council and other appropriate individuals knowledgeable on translation matters, representative of at least four (4) languages. The Committee shall consist of a minimum of three (3) individuals and a maximum of seven (7) individuals. A Committee quorum will consist of a simple majority.

The Chair of the Committee shall be a Member from the Council.

TERMS OF OFFICE

Committee terms of office coincide with the term of the Executive Board. Members will serve a term of two (2) years and be able to sit for two (2) consecutive terms. After a break of one (1) term, members may be re elected for a further term.

A member of the Committee may be removed for cause by a vote of the Executive Board.

SPECIFIC COMMITTEE DUTIES AND FUNCTIONS (the list is not all-inclusive)

1. ISAAC materials are translated as directed by the Executive Board.
2. Pursue possible funding sources for translation into other languages than those stipulated.
3. Follow the accessibility to print and use of appropriate terminology guidelines.
4. Contribute to developing a multi-language information system.
5. Support discussions on terminology issues at forums or meetings for ISAAC committees and task forces.
6. Support the use of plain English in all publications and information targeted to the whole membership.
7. Support the Finance Committee to ensure funding is available for translation from and into multiple languages.
8. Facilitate through translation, when funds or voluntary translators are available, Chapter and non-Chapter information with the whole membership through the website, conferences, presentations and ISAAC meetings.

MEETING REQUIREMENT

The Translations Committee will meet electronically at a minimum twice a year or at other times as designated by the Chair. The Committee will keep minutes of its meetings and recommendations. Within one (1) month following each meeting, the minutes will be forwarded to the Secretariat, which will forward them to the Executive Board for review.

The Chair and/or his/her designate will bring forward any recommendations for discussion of the Committee's motions to the Executive Board.

TERMS OF REFERENCE

These terms of reference are to be reviewed periodically by the Translations Committee and any changes must be submitted for comment to the Council and for final approval to and by the Executive Board.

APPROVED / Revised

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Date