

**COUNCIL FOR EXCEPTIONAL CHILDREN  
BOARD OF DIRECTORS**

**Proposed Bylaws Amendments**

**November 2025**

At its meeting in November, the Board of Directors approved a motion to create a Nominations Subcommittee of the Board that will develop a slate of applications for the membership to vote on. The Nominations Subcommittee will be chaired by the Immediate Past President and be made up of four additional members appointed by the president (one from each elected class). The President and Executive Director will serve as ex-officio to the committee.

This decision was made to allow the [Leadership Development Committee](#) to focus on leadership development resources and supports to feed the pipeline of leaders who may be considered for slating.

CEC's current Bylaws are available [here](#).

**Revised Board Slating Process Summary**

	<b>Current Process</b>	<b>New Process</b>
Who manages nominations/slating?	Leadership Development Committee (self-appointed, approved by Board)	Board Nominations Subcommittee (appointed by President for following year)
Who oversees nominations/slating?	LDC Co-Chairs	Immediate Past President (i.e., Julie will chair the Subcommittee in 2026)
Who serves on committee?	Current LDC members	Four members (one from each "class" of elections)  Board Members and LDC Members may be asked to join committee as ad hoc reviewers for initial round(s).
What's the timeline for slating?	February to July	No change, except Board will review slate at July Board meeting following PE Election

## Bylaws Changes

The board also preliminarily approved the necessary revisions to the Bylaws to establish the new subcommittee. CEC's Bylaws require that members be provided with a period of at least 30 days to submit comments. The notice must minimally include a summary of the intent of the proposed amendment(s) and financial implications.

To change responsibility for the application and slating processes for the Board of Directors from the Leadership Development Committee to a committee of the Board of Directors chaired by the Immediate Past President, the following changes to the Bylaws are the necessary. There are no financial implications.

Article V, "Board of Directors" Section 2, "Eligibility Criteria for Office," Subpoint b	Board members will be drawn from the pool of applicants that have been recruited, vetted and recommended by the <del>Leadership Development Committee</del> <u>Board Nominations Subcommittee</u> based on the established knowledge, skills and abilities (KSAs).	
Article V, "Board of Directors" Section 3, "Selection of Members of the Board of Directors" Subpoint a	Board members will be elected in a contested election by a majority vote of the membership from the slate of candidates developed by the <del>Leadership Development Committee</del> <u>Board Nominations Subcommittee</u> .	
Article V, "Board of Directors" Section 4, "Terms of Office and Succession," Subpoint c "Removal and Vacancies, number (2)	A vacancy among the elected members of the Board of Directors may be filled by a candidate appointed by the board from a slate recommended by the <del>Leadership Development Committee</del> <u>Board Nominations Subcommittee</u> .	
Article VI, "Officers" Section 5, "Duties of the Immediate Past President" Subpoint b	Remove: "Serve as ex officio, non-voting member of the Leadership Development Committee." Add: Serve as chair of the <u>Board Nominations Subcommittee</u> , responsible for the application and slating process for members of the Board of Directors.	A board liaison will be appointed instead.
Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (1): Composition	The Leadership Development Committee shall consist of 12 members. The committee may include up to two thought leaders in voting or non-voting positions, beyond the stated number of committee members. <del>The Immediate Past President serves as an ex officio member of the committee.</del>	A board liaison will be appointed instead.

Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (7): Duties, Subpoints (b) and (e)	<p>Remove reference to the Board of Directors from each:</p> <p>(b) Actively ensure diversity, equity, inclusion, and accessibility in all leadership development programs, and in the <del>Board and</del> LDC application and slating processes.</p> <p>(e) Engage in broad outreach (e.g., marketing &amp; communications campaigns, personal outreach, etc.) to inform potential applicants about application opportunities for the <del>Board of Directors and</del> LDC.</p>	This will be the responsibility of the new subcommittee.
Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (7): Duties, Subpoint (f)	<p>Remove:</p> <p>(f) Annually review and revise, as necessary, the applications, interview questions, and rubrics for the Board of Directors and LDC.</p>	See below.
Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (7): Duties, Subpoint (g)	<p>Becomes new subpoint (f), revised as follows:</p> <p>Annually review and revise, as necessary, the application and slating process (<u>e.g., overall application process, application questions, interview questions, rubrics</u>) for the <del>Board of Directors and</del> LDC.</p>	Combines all aspects from the subpoint above and removes reference to the Board.
Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (7): Duties, Subpoints (h) and (i)	<p>Remove the following:</p> <p>(h) Develop a slate of candidates for election to the Board of Directors using input from the Board of Directors on its needs relative to advancing its strategic plan and other initiatives.</p> <p>(i) Provide feedback, if requested, on the application and interview questions for the President Elect and Treasurer.</p>	This will be the responsibility of the new subcommittee.
Article VIII, "Standing Committees, Advisory Committees and Workgroups," Section 1:"Standing Committees," Subpoint b (LDC), Number (7): Duties, Subpoint (k)	<p>Becomes new subpoint (h). Revise as follows:</p> <p>Provide formative feedback, if requested, to <del>Board of Directors and</del> LDC candidates who did not advance to a next application phase or were not slated for appointment.</p>	Applicant feedback will be the responsibility of the new subcommittee.