



BYLAWS OF SENIA Chengdu

ARTICLE I: NAME AND PURPOSE

Section 1 – Name

The name of the organization shall be SENIA Chengdu. It shall be a nonprofit organization under the bylaws of SENIA International.

Section 2 – Purpose

SENIA Chengdu is organized exclusively for charitable and educational purposes.

The purpose of this nonprofit is:

- To create inclusive environments for those with disabilities & neurodiversity through education and charitable acts for teachers, schools, community members, families of those with disability, and individuals with disability.

ARTICLE II: MEMBERSHIP

Section 1 – Eligibility and Privileges

The organization shall offer the following classes of membership:

- Member:
 - Requirements:
 - Currently resides in Chengdu
 - Commits to the organizational mission and purpose
 - Adheres to all organizational bylaws
 - Attends at least one SENIA event per year
 - Privileges:
 - Holds membership status
 - Able to vote on ballot items
 - After one year of membership, a member is eligible to apply for committee or board leadership positions
- Sponsor:
 - Requirements:
 - Currently resides in Chengdu
 - Commits to the organizational mission and purpose
 - Adheres to all organizational bylaws
 - Attends at least one SENIA event per year
 - Provides a yearly donation to SENIA Chengdu that is equal to or greater than 350 RMB in cash or services.
 - Privileges:
 - Holds both membership and sponsor status
 - Able to vote on ballot items
 - A sponsor is eligible to apply for committee leadership positions.



- After 1 year, a sponsor is eligible for both committee and board leadership positions
- Teacher Representative:
 - Requirements:
 - Currently resides in Chengdu
 - Commits to the organizational mission and purpose
 - Adheres to all organizational bylaws
 - Attends at least one SENIA event per year
 - Must have membership status in SENIA Chengdu
 - Is a teacher at a licensed school in Chengdu
 - Commits to representing SENIA Chengdu and SENIA International to their school through communication and school led events.
 - Has permission from school leadership to represent SENIA Chengdu at their school.
 - Privileges:
 - Holds both membership and teacher representative status
 - Receives priority communication from executive board on upcoming initiatives and events
 - Receives priority consideration for committee leadership positions after six months of service.

Section 2 – Membership Fees

No fees shall be required to obtain membership status.

Section 3- Voting

The board of director must allow members to vote on the following items:

- Annual proposed budget
- Nominations for board of directors
- Standing committee chairs
- Any major expenses proposed that vary from the annual budget

ARTICLE III: BOARD OF DIRECTORS

Section 1 – Role and Responsibilities

The Board of Directors shall govern the nonprofit and shall have ultimate responsibility for the affairs of the organization. These responsibilities include, but are not limited to:

- Organizing local membership, initiatives, social media, and events. The board must hold at least 2 events per year, 8 board meetings, and 2 membership meetings.
- Communicating with the International Board, including submitting local meeting minutes and providing updates on local board structure and contacts
- Overseeing the board and committee nomination process

Section 2 – Board Director Roles

The Board of Directors shall elect the following director from among its members:



- **Chair:** Service as the executive board leader.
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 2 years of experience in a SENIA-related area, strong communication skills, and demonstrating leadership qualities.
 - *Responsibilities include, but are not limited to:* calling monthly board meetings, proposing initiatives and events, communicating with board leaders, committee leaders, SENIA international board and membership, and overseeing the board nomination process.
- **Co-Chair:**
 - The executive board may choose to have co-chairs in order to share the responsibility of chair between two qualified individuals. The co-chair's requirements and responsibilities are equal to the chair's.
- **Recording Secretary:** Creates the organizational documentation for SENIA Chengdu
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 1 year of experience in a SENIA-related area, demonstrates proficiency in Chinese and English translation, strong organizational skills, and ability to efficiently use word processor and excel.
 - *Responsibilities include but are not limited to:* recording executive board meeting notes, and translating documents and presentations for members.
- **Treasurer:** Manages funds and sponsors for SENIA Chengdu
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 1 year of experience in a SENIA-related area, demonstrates proficiency in accounting and audit procedures, strong networking skills, and ability to efficiently use Excel.
 - *Responsibilities include but are not limited to:* creating annual budgets, expenditure processes, and finance reports, networking with sponsors, and maintaining secure location for funds.
- **Web and Social Media Secretary:** Manages SENIA Chengdu media and web presence.
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 1 year of experience in a SENIA-related area, demonstrates proficiency in web design and social media marketing, and strong communication skills.
 - *Responsibilities include but are not limited to:* Managing the SENIA Chengdu website and WeChat groups, designing advertising, following SENIA branding guidelines, highlighting SENIA Chengdu events and initiatives to the International Board, exploring new marketing strategies.
- **Membership Secretary:** Manages the membership roster for SENIA Chengdu
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 1 year of experience in a SENIA-related area, demonstrates proficiency in Chinese and English translation, strong organizational skills, and ability to efficiently use word process and excel.
 - *Responsibilities include but are not limited to:* Promoting membership to potential new members, maintaining the membership roster, tracking attendance at events for membership requirements, and creating and maintaining the Chengdu service provider registry.
- **School Liaison:** Creates and maintains relationships with Chengdu schools striving for inclusion
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, at least 1 year of experience in a SENIA-related area in education, demonstrates proficiency in Chinese and English translation, and strong communication and networking skills.



- *Responsibilities include but are not limited to:* Network with local Chinese and international school, promote and coordinate School Representatives, lead professional development initiatives and events
- *Awareness and Advocacy Coordinator:* This role works to promote inclusion and awareness within the community and works to directly represent the voice of individuals with disabilities.
 - *Qualifications:* SENIA Chengdu membership status for at least 1 year, must identify as disabled or neurodiverse, demonstrate understanding of current issues in SEN areas, strong communication and networking skills.
 - *Responsibilities include but are not limited to:* Network with local Chinese and international communities, promote and coordinate awareness events and trainings.

Section 3 – Composition and Size

The Board of Directors shall consist of a minimum of 5 officers and a maximum of 8 directors. The Board shall determine the specific number of directors within these limits. However, the number chosen must ensure a quorum is always achievable.

Section 4 – Election and Terms

The annual meeting will elect board members by a majority vote of the voting members. Eligible members will be nominated for director positions through the nomination system. Directors will serve terms of 1 year, with the option of serving 2 consecutive terms. Directors may serve an unlimited number of terms but no more than two terms consecutively in the same position.

Section 5 – Director Commitment

To maintain good standing, an Executive Board Director must:

- Attend an average of 80% or more of SENIA board meetings and events.
 - If 2 or more consecutive meetings are missed, you will receive a warning and be given the opportunity to resign from the board if you are no longer able to maintain your commitment.
 - Upon missing the 3rd meeting in a row, the board will ask you to step down and your role will be replaced.
- Upon falling below the average of 80% of attendance of meetings or events, you will receive a warning and be given the opportunity to resign from the board if you are no longer able to maintain your commitment. Upon missing an average of 70% of meetings or events, the board will ask you to step down and your role will be replaced.
- Communication to the board of absences needs to be done no less than 24 hrs before the meeting for unknown events or indicated on the calendar invite within a reasonable time for known events.
- Follow-through on appointed agenda items needs to happen before the next meeting or agreed timeline.
- Responses to board specific action items and group feedback need to occur before the next meeting or agreed timeline.



Section 6– Board Meetings

The Board of Directors is responsible for holding regular meetings at least 8 times per year. Special meetings can be called by the chair, a majority agreement of the board of directors, or the agreement of 3 committee leaders. One week before a meeting, board directors must receive written notice of all meetings.

A quorum for the transaction of business shall be at least half of the board directors. Actions of the board shall be approved by a majority vote of those present at a duly constituted meeting.

Section 7 – Nomination Process

The Executive Board Nomination Process:

- Nominees submit CV
- Attend an interview conducted by the chairperson in person or via video call.
- Executive board officers should vote on all nominations by a vote of 60% of board members in favor of the individual's nominations. Nominations should be prioritized based on the candidate's qualifications and preserving the diversity of the board, including having diversity in ethnicity, background, and organization/school status.
- Nominations are presented to SENIA Chengdu members at the annual meeting in May. Eligible members present at the meeting will vote on nominations; majority vote wins. In the case that no nominee receives the majority or there is a tie, the executive board will cast votes between the two top candidates.
- Winning candidates will begin their term in July of the same year.

Any vacancy on the board of directors may be filled by a majority vote of the remaining Board members. The board should accept nominations for the position for at least one month. A director appointed to fill a vacancy shall serve the unexpired term of the director whose position became vacant.

ARTICLE IV: COMMITTEES

Section 1 – Committee Formation

The board of directors may form standing and special committees as deemed necessary to effectively manage the organization's affairs. These committees shall be subject to the following terms:

- **Committee Size:** A committee shall consist of a minimum of at least 3 members and a maximum of 8 members.
- **Committee Officers:** The following officers shall be elected by the board of directors from among its members:
 - Committee Officers must be:
 - eligible members, sponsors, or teacher representatives.
 - demonstrate experience or expertise in the area of committee focus



Section 2 – Committee Regulation

The Board of Directors will designate a committee as standing or special based on the time limits placed on the committee. The committee will be provided with a mission, time frame, and resource limitations from the executive board. This includes a reporting schedule, that will used to help the executive board track progress and provide support.

ARTICLE V: FINANCE

Section 1 – Fiscal Year

The fiscal year of the organization shall commence on the first day of July and end on the thirtieth day of June of each year.

Section 2 – Financial Records

The organization shall maintain accurate and detailed financial records that reflect all income and expenses. These records shall be prepared following Generally Accepted Accounting Principles (GAAP) and shall be made available for inspection by the Board of Directors and any member upon written request deemed reasonable by the organization.

Section 3 – Budget

The Board of Directors shall prepare an annual budget for the following fiscal year 30 days before the beginning of each fiscal year. The budget shall include anticipated revenues and expenses for all programs and activities. The annual budget shall be approved by a majority vote of members present at the annual meeting. Any major expenditures proposed outside of the annual budget must be approved by a majority member vote at a member meeting.

ARTICLE VI: CONFLICT OF INTERESTS

Section 1 – Standard of Conduct

The board of directors, committee officers, or members of the nonprofit organization shall hold a fiduciary duty to act in good faith and serve its best interests. They shall avoid any situation that could create a conflict between their private interests and the interests of the nonprofit organization.

Section 2 – Disclosure

Upon identifying a potential conflict of interest, any board member, committee officers, or members shall disclose it to the Board of Directors in writing. The Board must review the disclosure and determine appropriate action, which may include recusal from decision-making or resignation from the position.

Section 3 – SENIA International Regulations on Conflict of Interest

No member or non-member of SENIA, including local and regional chapter board members, may use SENIA membership lists for personal business purposes. Personal business purposes include but are not limited to: advertising, marketing, or soliciting goods or services to SENIA members. Any individual who violates this policy may face disciplinary action, including revocation of their SENIA membership and/or legal action.



Local and regional chapter boards may use SENIA membership lists for SENIA-related purposes only. These purposes may include but are not limited to: communications regarding SENIA events, initiatives, or updates, and other SENIA-related activities. SENIA will take reasonable measures to ensure that its membership lists are secure and confidential.

Members may opt-out of having their information included in the SENIA membership lists at any time by contacting SENIA directly. SENIA reserves the right to amend this policy at any time without notice.

ARTICLE VII: AMENDMENTS

Section 1 – Amendment Process

These bylaws may be amended by a two-thirds vote of the Board of Directors or a majority vote of the members present at a properly constituted meeting, provided that notice of the proposed amendment has been given to the Board of Directors and the members at least 30 days before the meeting.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on December 12th, 2024. Chinese translation of the bylaws approved February 26th, 2025.