

**BYLAWS
of
Connecticut Association for Behavior Analysis (CTABA)
Membership Association**

Spring 2024

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of
CT Association for Behavior Analysis
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ARTICLE I

GENERAL PROVISIONS

Section 1.1: Name

The name of this association shall be Connecticut Association for Behavior Analysis (CTABA).

Section 1.2: Offices

The principal office of the Association shall be at PO Box 7372 Prospect, CT 06712. The Association may also have offices at such other places as the Association may require.

Section 1.3: Fiscal Year

The fiscal year of the Association shall begin on July 1st and end on the following June 30th of each year.

ARTICLE 2

STATEMENT OF PURPOSE

Section 2.1: Purpose

The purpose of the Association is to promote and advance the science, research, and practice of applied behavior analysis in the State of Connecticut. Activities to carry out the mission may include, but not be limited to, endeavors that are typically engaged in by professional associations, such as:

- Representing the interests of professional practitioners (certified and/or licensed) of behavior analysis.
- Providing technical support, education opportunities, and advocacy for professional practitioners (certified and/or licensed) of behavior analysis.
- Providing conceptual and applied behavior analytic educational opportunities to students, professionals in other fields, and to consumers.
- Collaborating with and disseminating information to federal, state, and third party entities to enhance recognition and support the needs of professional practitioners of applied behavior analysis. Promoting public understanding of the science and professional practice of behavior analysis. Supporting improvements in and increasing access for services provided by professional practitioners of applied behavior analysis.

- CTABA and its membership will take an active role in promoting, encouraging, and holding accountable its leadership and members in the uplifting of marginalized, underserved, and underrepresented communities. CTABA will continuously work to provide an environment of inclusion, acceptance, and understanding of differing individual cultures, identities, values, and socioeconomic status. We recognize that meaningful and efficient personal growth begins with the individual experiences. We will always promote equitable access for all ABA practitioners to the available science, resources and technology.

The Association may, as permitted by law, engage in any and all activities in furtherance of, related to, or incidental to these purposes which may lawfully be carried on by a association formed under General Laws of Connecticut and which are not inconsistent with the Association’s qualification as an organization described in Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code.

ARTICLE 3

MEMBERS

Section 3.1: Categories & Qualifications of Membership

The Association promotes equitable access for all to the available science, resources and technology and membership is open to persons of every culture and identity interested in or actively engaged in teaching, research, and/or application of the principles and procedures of applied behavior analysis or behavior analysis. Membership is not restricted to residents of the State of Connecticut. Membership shall be in one of three categories: Full, Associate or Organizational.

1. **Full Member**: Must qualify in one of the following categories:
 - Licensed as a Applied Behavior Analyst or Behavior Analyst in any state
 - Full membership of ABAI or APBA
 - Certified as a BCBA, BCBA-D, or BCaBA
 - Licensed as a professional in a field in which behavior analysis falls within the professional’s "Scope of Practice"
 - Applicants for Full membership may be required to submit or provide proof of appropriate certification, licensure, training experience, or education.
2. **Associate Member**: Must qualify in one of the following categories:
 - **Student**: This category is for any individual pursuing training in the discipline of behavior analysis services.
 - **Registered Behavior Technicians**: This category is for individuals who currently hold the RBT credential through the BACB. RBTs must provide evidence of their designation and the name of their BACB certificant supervisor.
3. **Organizational Members** Must qualify is all of the following categories, as subject to an application and review by the Organizational Membership Committee:

- Specific reference to Applied Behavior Analysis in their organization's statement of purpose.
- Adherence to evidence based practices
- Demonstration that licensed and Board Certified Behavior Analysts are members of their clinical staff.
- Adherence to the Behavior Analyst Certification Board Professional and Ethical Compliance Code.
- Must provide evidence of their business as it relates to ABA, the number of BCBA's employed, the type of business, and a description of their organization.

Section 3.2: Annual Member Update

There shall be at least an annual update, which may be held at the annual conference or via written correspondence with all members.

Section 3.3: Voting Rights

Full members are entitled to notice of and to vote on an issue if they are an active member of CTABA in good standing. Each voting member is entitled to only one vote per designated office or subject as defined by the Board of Directors.

Section 3.4: Member Resignation, Suspension, and Reinstatement

Any Member desiring to resign prior to annual renewal shall submit a written resignation to the Secretary. The Board of Directors, by a two-thirds majority vote, may suspend or expel any CTABA member for cause after appropriate notice and hearing. On a written request to the Secretary, the CTABA Board of Directors, by a two-thirds majority vote, may reinstate a former member on such terms as the Board of Directors may deem appropriate.

**ARTICLE 4
BOARD OF DIRECTORS**

Section 4.1: Powers of the Board of Directors

The affairs of the Association shall be managed by the Board of Directors. The Board of Directors shall have all powers conferred upon Directors by the Connecticut law governing Associations Not for Profit.

Section 4.2: Directors Numbers, Board Appointments and Election

The Board of Directors shall be composed of a minimum of three Directors, and not more than 15 Directors. Directors shall be selected, as follows, and each Director shall be entitled to one vote on any matter coming before the Board of Directors, unless otherwise indicated below. Directors appointed by the Board, shall be:

1. Executive Director

The Executive Director of the Association serves on the Board of Directors as an *ex officio* Director, without voting power. The term of the Executive Director shall be for three years during which the Executive Director is appointed by the majority vote by the Board of Directors. The Executive Director may be removed by a two-thirds vote of the Board of Directors, when quorum is present, with or without cause. If the Executive Director is removed from office the Board of Directors will have 30 days to assign a replacement by simple majority vote.

2. Elected / Appointed BOD members and terms

Up to nine of the Board of Directors shall be elected during an annual election by the CTABA full members of the Association and serve three year terms. When there are three acting Directors, the board may continue to operate as usual and in compliance with all bylaws until elections and appointments are made.

Up to six Director positions can be assigned three year terms by a majority of vote of the nine sitting Board of Directors (BOD).

The Board of Directors may assign the six Director positions based on their professional judgment relative to the best representation of the field of behavior analysis in the State of Connecticut as informed by the CTABA purpose statement.

3. Designation

At least one BOD shall hold and maintain the BCBA-D designation. All elected Directors shall be a Master's level Board Certified Behavior Analyst (BCBA) *and* Licensed Behavior Analyst in Connecticut (LBA), Bachelor's Board Certified Assistant Behavior Analyst (BCaBA), or Registered Behavior Technician (RBT). All designees must be active and in good standing with the BACB and DPH (if applicable).

4. Nominations / Notifications

Nominations and elections of the elected nine member BODs shall be held electronically. Any procedural changes to nominations and/or elections will be published on the CTABA website for at least 7 days prior to change.

5. Term Limits

After a Director has served two consecutive terms, that individual shall refrain from serving on the Board of Directors for at least two years.

6. Restrictions

A maximum of two elected or appointed Board of Director Members may work at the same school district, company, agency, association, college, or University.

Section 4.3: Officers

The Board of Directors (BOD) shall annually elect or appoint three officers: President, Secretary, and Treasurer. The BOD should also annually appoint officers-in-training (i.e., secretary-in-training, treasurer-in-training) for each of these positions.

Prior to each election of Officers, the Board of Directors shall, by majority, determine the manner of election, which may include, but shall not be limited to, nomination and resolution, written ballot, secret ballot, or any other process agreed to by the Board of Directors prior to the election. Any two or more offices may not be held by the same person. Upon completion of term, the President will assume the role of Past President.

Section 4.4: Past President role

The role of the Past President is to mentor the newly elected President and ensure a smooth transition. Only Past Presidents who are within their 3-year term will serve as voting Directors. Past Presidents providing mentoring beyond their term will work with the elected President to determine scope and structure of mentoring.

Section 4.5: Term of Office

Unless otherwise designated by the Board of Directors, the President, Secretary and Treasurer shall serve 2 year terms. The Board of Directors may extend the term of an Officer by one year by majority vote in the event that a leadership transition would harm the Association. The Past President shall serve a one-year term. If elected to an officer position, the BOD term will continue until the officer term concludes (for no more than two-full terms) even if the BOD term may end.

Section 4.6: Duties of Officers & Executive Director

The Officers shall have such duties in connection with the Association as generally pertain to their respective offices, as described below, as well as such powers and duties as from time to time may be delegated to them by the Board of Directors:

1. President – shall preside at all meetings of the Board of Directors and Officers. If the President is absent, the President or the Board of Directors may designate a sitting Director to preside and shall perform all duties customary to the office of the President.
2. Secretary - The Secretary, or a Secretary-in-Training, shall: (i) keep the Minutes of the meetings of the Association in appropriate books; (ii) give and serve all notices to and within the Board of Directors (iii) gives and serves notices to the full membership required for nominations to the Board of Directors and annual bylaw votes (iv) be the custodian of the records; and (v) perform all other duties as may be directed from time to time by the Board of Directors. In the absence of

the Secretary and/or Secretary-in-Training, a secretary pro tempore shall be appointed by the presiding Officer.

3. Treasurer - The Treasurer shall do and perform all other duties pertaining to the office of Treasurer. The Treasurer shall be responsible for overseeing the fiscal policies and procedures of the Association, including receiving and presenting quarterly financial reports of the Association to the Board of Directors. The Treasurer shall oversee procedures for keeping at the Association's accountants correct relative to its business transactions and such as the Board of Directors may require. The Treasurer shall, at all reasonable times, provide access to the books of accounts to the President of the Board of Directors. The treasurer shall be responsible for overseeing and updating the Board regarding financial matters associated with the Association's events, participate in the Conference Committee, and develop a budget for the operation of the organization for each fiscal year during which they serve.
4. Executive Director - The Executive Director of the CT Association for Behavior Analysis will serve on the Board of Directors as an ex officio Director, without voting power. The term of the Executive Director shall be for three years during which the Executive Director is appointed by the majority vote by the Board of Directors. The Executive Director may be removed by a two-thirds vote of the Board of Directors, when quorum is present, with or without cause. If the Executive Director is removed from office, the Board of Directors will have 30 days to assign a replacement by simple majority vote. The roles and responsibilities of the executive director are developed and agreed upon by a two-thirds majority vote of the Board of Directors prior to the appointment of each new Executive Director.

Section 4.7. Resignation, Removal and Vacancies

Any Director or Officer may resign from office by providing written notice thereof to the President or the entire Board of Directors. The resignation shall be effective when received unless another date is provided in the notice of resignation. Any Director or Officer may be removed from office, with or without cause, by a majority vote of the Board of Directors at a meeting at which a quorum is present.

A Director or Officer that resigns or is removed under this provision shall provide to the Board of Directors within 5 business days of the date of resignation or removal all records and documents of the Association in his or her possession or charge at the time of resignation or removal.

Any Director that has more than three consecutive unexcused absences from meetings of the Board of Directors, or meetings of any Committees of the Board of Directors on which the Director serves shall be deemed to have resigned from the Board of Directors. Although not required, a resigning Board Member is encouraged to develop a written transition to identify any outstanding issues important to the Association.

In the event of a vacancy caused by the resignation or removal of a Director or Officer, the Board of Directors shall fill the vacancy by a majority vote at a meeting at which a quorum is present. An individual appointed under this Section, shall serve the remainder of the unexpired term of office or until his or her successor is elected or appointed. A partial term served under this provision shall not be deemed a full term for purposes of calculating the limitation of service of not more than two consecutive three year terms. If the vacancy is for an Officer, the Board of Directors would elect or appoint a current Director to serve.

Section 4.8: Voting Quorums

The presence of a 51% of the total number Board of Directors in office shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Directors present may reschedule the meeting for another date. Notice of the rescheduled meeting shall be given pursuant to the terms of these Bylaws.

Section 4.9: Meetings

The Board of Directors shall meet monthly (no less than 6 times per calendar year).

1. The Board of Directors may set the time and place for its regular meetings as is necessary to conduct the business of the Association. Meetings of the Board of Directors may be held at any place or places that are convenient to the Board of Directors.
2. An in-person retreat should occur at least one time per calendar year, and should focus on the development of priorities, goals, and community building for the upcoming presidential term.
3. Special meetings of the Board of Directors may be called upon the request of any of the Directors. All Directors will receive written notification of a special meeting at least 24 hours prior to the meeting. These meetings may be completed via Web conferencing or conference call.
4. All Association business must be conducted via email addresses provided by the Association (i.e., @ctaba.org) and using the Association shared drive.

Regular bi-monthly meetings of the Board of Directors shall be If elected to an officer position, the BOD term will continue until the officer term concludes even if the BOD term may end to all members. Notice of the bimonthly meetings will be posted on the Association's website at least one week prior to each meeting. One or more Directors may participate in any annual, regular, special, or committee meeting of the board through any means by which all Directors have the ability to fully and equally participate in all discussions and voting on a substantially simultaneous basis.

Section 4.10 Action Without a Meeting

Directors may make and second motions outside of regular meetings via email communication with the full Board of Directors. Voting outside of meetings should take place via a mutually agreed upon electronic voting framework/format.

ARTICLE 5 EVENTS, ACCOUNTS, & CONTRACTS

Section 5.1: Event Approval

All events hosted by CTABA will adhere to event approval guidelines as developed and approved by the Board of Directors.

Section 5.2: Fees

The Board of Directors shall approve registration fees for all events.

Section 5.3: Conference

An annual conference shall be held in a place and at a time determined by the Board of Directors. The purpose of the annual conference shall be to promote behavior analysis and to disseminate research findings through formal sessions and such other program activities as the Board of Directors and conference committee and the Members shall deem appropriate. CTABA will aspire to meet the accessibility requirements of public spaces mandated in the Americans with Disabilities Act.

Section 5.4: Accounts and Contracts

All accounts and contracts must be approved by the Board of Directors and include the contact information of at least two (2) officers (e.g., treasurer and executive director). Contact information for accounts and contracts should be tied to Association email addresses.

ARTICLE 6 INDEMNIFICATION OF OFFICERS, DIRECTORS, AND PARTNERS/AGENTS

Section 6.1: Indemnification

CTABA may, at the discretion of the Board of Directors, indemnify in full or in part any person who was or is a party to or is threatened to be made party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal (other than an action by or in the right of the Corporation) by reason of the fact that they are or were a Member of the Board of

Directors, Officer, employee or agent of CTABA or are or were serving at the request of CTABA as a trustee, director, Officer, partner, employee, or agent of another corporation, business corporation, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, against expenses, including attorneys fees, judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by them in connection with such action, suit or proceeding if they acted in good faith and in a manner they reasonably believed to be in or not opposed to the best interests of CTABA or its members and, with respect to any criminal action or proceeding, if they had no reasonable cause to believe their conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which they reasonably believed to be in or not opposed to the best interests of CTABA or its members and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

ARTICLE 7

NOMINATIONS AND ELECTIONS

Section 7.1: Nominations

Each election term, the Secretary shall electronically send all current Full Members a nomination ballot for each of the eligible elected Director seats. Nominations will be open for a period of two weeks.

1. The President, Executive Director, and one additional Director shall review electronic nomination results. The Secretary will compile a list of individuals who have received nominations, in order of vote count.
2. From the list, the Secretary shall contact nominees to and ask if they are willing to stand for election, and shall proceed through the list in the order of vote count.
3. The nominees will have fourteen days to respond with their biography to the Secretary if they are willing to stand for election. Only nominees who are members of CTABA may stand for election.

Section 7.2: Voting for Directors

After the list of candidates has been determined, the Secretary shall send to all current Full Members an electronic ballot, together with a statement on which the names of the candidates for Director listed in alphabetical order with a brief biographical description of each nominee. Voting will be open for a period of seven days.

1. The President, Executive Director, and one additional Director shall review electronic election results after the voting period has ended.

2. No more than two individuals from the same company, association or university may serve as Directors. In the event that more than two nominees from the same entity receive the largest number of votes, the two nominees receiving the largest number of votes will be chosen and any remaining nominees from that entity will be removed from the election.
3. The nine nominees with the largest number of votes will be elected to serve as Directors for the nine open seats reserved for Full Members holding a BCBA-D, BCBA, BCaBA, or RBT professional with a scope of practice in behavior analysis.

ARTICLE 8

STATEMENTS OF THE POSITION OF CTABA

Section 8.1: Official Positions & Position Statements

Statements of the official position of the Association on societal, professional, and other issues shall be approved by a vote of the Board of Directors in accordance with procedures adopted by the Boards.

Thereafter, dissemination of such Position Statements shall be considered official only if made by an Officer of the Association, and, in the event of publication, if accompanied by a statement of endorsement as an Association Position Statement.

Section 8.2: Disclaimers

Special Interest Groups, Committees, And Task Forces within CTABA are required to disclaim explicitly any implication of CTABA endorsement of any Position Statement they might adopt unless such statement has been formally approved by the Association.

ARTICLE 9

COMMITTEES AND TASK FORCES

Section 9.1: Creation of Committees, Special Interest Groups (SIG), Task Forces, and Liaisons

The Board of Directors shall create those Committees, SIGs, Task Forces and Liaisons that are deemed necessary to accomplish the purposes of the association. The goals, performance objectives, and composition of each Committee, SIG, Task Force and

Liaisons shall be defined by the CTABA Board of Directors. Each Committee, SIG, Task Force and/or Liaisons shall be subject to those limitations which Connecticut law imposes on Committees. Each Committee, SIG, Task Force, and Liaison shall submit a report of the actions and recommendations of such committee to the Board of Directors, at such meetings as the Board may designate, for consideration and approval by the Board of Directors. Any Committee, SIG, Task Force and Liaison may be terminated by a majority vote of the Board of Directors.

Section 9.2: Committees

Each committee shall be task oriented, follow the goals and performance objectives as set forth by the Board of Directors, report on such data, develop sub-committees to meet essential objectives, create task forces as needed, and communicate ideas or expansions to promote the mission and vision of CTABA. Committees are designed to continue on an ongoing basis unless otherwise terminated by the Board of Directors. Committees are considered essential to maintaining the mission and vision of CTABA by driving the progress of the Association.

1. Committee Chair: The Chair of each Committee shall be appointed by the Board of Directors in consultation with the Executive Director.
2. Resignation: The Chair of each Committee may resign by delivering a written resignation to the Board of Directors. Such resignation shall be effective upon receipt unless it is specified to be effective at a later time.
3. Removal: The Chair of each Committee may be removed, with or without assignment of cause, by a majority vote of the Board of Directors.
4. Vacancies: The vacancy of any Committee Chair must be filled by a newly appointed Chair by the Board of Directors in consultation with the Executive Director within 20 business days.

Section 9.3: Task Forces

Task Forces, and members of such task forces may be enacted by a Committee, SIG, or the BOD. Any products, results, or actionable items resulting from a task force shall be submitted to the Board for approval. Task forces may be appointed by the Board of Directors to fulfill a specific and short-term need of CTABA. The normal life of each Task Force shall be no more than one year, with an average of 1-3 months. At the recommendation of the Board of Directors, a Task Force might be granted successive extensions or a discussion of the creation of a new committee or SIG to continue working on those objectives.

Section 9.4.: Special Interest Group (SIG)

A SIG may be developed for the Membership at large of CTABA and should be used to disseminate information to the Membership or for a specific subset of Members.

Members of SIGs have expertise in specific areas and collaborate to disseminate information and development of the SIG.

1. SIG Chair: The Chair of each SIG shall be approved by the Board of Directors in consultation with the Executive Director. SIG Chairs are not required to serve on the Board of Directors of CTABA but must be active CTABA members.
2. Resignation: The Chair of each SIG may resign by delivering a written resignation to the Board of Directors. Such resignation shall be effective upon receipt unless it is specified to be effective at a later time.
3. Removal: The Chair of each SIG may be removed, with or without assignment of cause, by a majority vote of the Board of Directors.
4. Vacancies: The vacancy of any SIG Chair must be filled by a newly approved SIG Chair for the SIG to continue to operate. The Board of Directors, in consultation with the active members of the SIG will identify a new SIG Chair within 45 business days. If a new SIG chair is not approved within the allotted time frame, the SIG will disband until a new SIG Chair is approved by the Board of Directors.

Section 9.5.: Liaisons

A CTABA Liaison is responsible for supporting the work of all aspects of the Association. The identified individual is a member of the board who maintains and coordinates the critical connection between designated committees, SIGs, and/or task forces.

1. Appointment: Liaison shall be appointed by the Board of Directors in consultation with the Executive Director and show interest and/or competence in the designated area.
2. Resignation: The Liaison may resign by delivering a written resignation to the Board of Directors. Such resignation shall be effective upon receipt unless it is specified to be effective at a later time.
3. Removal: The Liaison may be removed, with or without assignment of cause, by a majority vote of the Board of Directors.
4. Vacancies: The vacancy of any Liaison must be filled by a newly approved Liaison for the Board to continue to operate. In the absence of a Liaison, the Executive Director will assume responsibilities of the Liaison. The Board of Directors will identify a new Liaison within 30 business days. Additional individuals and/or committees may be temporarily identified by the Executive Director to support the required tasks until a new liaison is appointed.

ARTICLE 10 AMENDMENTS

Section 11.1: Amendments or Changes to these Bylaws

Board may develop amendments that determine how the bylaws are processed and operated. These amendments must have the majority vote of the BOD.. These amendments will be listed on the website for public viewing.

ARTICLE II
CONFLICTS OF INTEREST

Section 12.1: Conflicts by Members, Directors or Officers

Whenever a member, director or officer has a financial or personal interest in any matter coming before the board of directors, the affected member, director or officer shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the Association to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE 12
DISSOLUTION STATEMENT

Section 13.1: Dissolution Statement

In the event of dissolution of the Connecticut Association for Behavior Analysis (CTABA), the board of directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of the Association over to the Association of Behavior Analysis International (ABAI) which is dedicated to charitable and/or educational purposes and which has been recognized as a 501(c)(3) organization by the Internal Revenue Service.

I certify that the foregoing Bylaws were adopted by the Full Membership of CTABA on the _____ day of _____, _____.

signed, _____

President of CTABA