

# BYLAWS OF THE SPEECH-LANGUAGE-HEARING ASSOCIATION OF VIRGINIA

## ARTICLE I: PURPOSES

- 1.1** The purpose of this Association shall be:
1. To encourage basic scientific study of the processes of individuals human communication with special reference to speech, language, and hearing;
  2. To promote appropriate academic and clinical preparation of individuals entering the discipline of human communication sciences and disorders and promote the maintenance of current knowledge and skills of those within the discipline;
  3. To promote investigation and prevention of disorders of human communication;
  4. To foster improvement of clinical services and procedures concerning such disorders;
  5. To stimulate exchange of information among persons and organizations thus engaged, and to disseminate such information;
  6. To advocate for the rights and interests of persons with communication disorders; and
  7. To promote the individuals and collective professional interests of the members of the Association.

## ARTICLE II: MEMBERSHIP

### **2.1 Eligibility**

**2.1.a.** The Association shall have the classes of members with the respective qualifications, rights and privileges as follows:

1. **Voting Member.** Members must hold a graduate degree with major emphasis in speech-language pathology, audiology or speech, language or hearing science; or a graduate degree and present evidence of active research, interest and performance in the field of human communication.

2. **Associate Member.** Any person holding a bachelor's degree in speech-language pathology, audiology, or speech, language, or hearing science shall qualify as an Associate Member of the association. Such member shall not be entitled to vote on any matter coming before the membership, nor shall they serve as directors of the Association or as chairs of any committees. Associate members may serve as members of any committee.
3. **Student Member.** A student shall be a bona fide full- or part-time graduate or undergraduate student actively pursuing a degree in any of the communication disciplines. Student members shall not be entitled to vote on any matters coming before the membership, nor shall they serve as directors of the Association or chairs of any committees.
4. **Honorary Member.** Honorary members may be appointed from time to time by the Board of Directors. Such members shall not be entitled to vote on any matter coming before the membership, nor shall they serve as officers or directors of the Association.
5. **Life Member.** Members who have obtained the age of 65 with ten consecutive years of membership in the Association may be designated life members. Such members shall have those voting rights pertaining to their membership status at the time of the designation.
6. **Joint Member.** Members who also hold membership in another state organization. Joint members hold all rights and privileges of Voting Members.

## 2.2 Meetings of the Membership

An annual meeting of all members of the Association shall be held each spring at a place and time to be designated by the Board of Directors. Additional meetings of the members may be called by the Board of Directors where and when appropriate, upon proper notice, not less than 30 days prior to the date of the meeting. A quorum for any meeting of the members shall be 10% of the voting membership of the Association.

## 2.3 Dues

The annual dues for members of the Association shall be determined by the Board of Directors. The dues shall be approved by a majority vote of the members voting either by mail ballot or at the annual meeting of the members.

## ARTICLE III: THE BOARD OF DIRECTORS

### 3.1 Powers

The Executive and general managerial authority of the Association shall be vested in the Board of Directors in accordance with the provisions of the controlling sections of the Code of Virginia.

### 3.2 Composition

**3.2.a.** The Board of Directors shall consist of nine (9) directors, as follows:

1. The **President**, who shall serve as chief executive officer of the Association shall serve as Chair of the Executive Committee; and who shall coordinate the functions of the board of Directors *and who shall automatically become Past President at the end of the term of President.*
2. The **President-Elect**, who shall serve as chief executive officer of the Association and as Chair of the Executive Committee in the absence of the President, oversee the Strategic Planning of the Association, and who shall automatically become President at the end of the term of President-Elect.
3. *The **Past President** shall serve as an ex officio member of the Board of Directors and shall serve as the chief executive officer in the absence of the President and President-Elect.*
4. **Vice President of Finance;**
5. **Vice President for Member Services;**
6. **Vice President for Audiology;**
7. **Vice President for Speech-Language Pathology;**
8. **Vice President for Governmental and Professional Affairs;**
9. **Vice President for Public Relations and Communication;**
10. **Vice President for Continuing Education.**

**3.2.b.** The Executive Committee shall be authorized to act for the Board of Directors between meetings, and shall consist of the President, President-Elect, Vice President of Finance, Vice-President for Governmental and Professional Affairs and other members appointed by the President as needed.

**3.2.c.** The Board of Directors shall appoint a nominating committee of at least three members, chaired by the President-Elect. This committee shall prepare a slate of two candidates for each office seat on the Board of Directors at least 60 days prior to the annual meeting of the members.

**3.2.d.** Election shall be by mail ballot of those entitled to vote. The nominee for each office receiving a majority of the votes shall be elected.

### **3.3 Terms of Office**

**3.3.a.** The President-Elect shall serve three consecutive one-year terms; one year as President-Elect, one year as President, and one year as Past President, respectively.

**3.3.b.** Each Vice President shall be elected for a term of two years.

**3.3.c.** All terms begin and end at the time of the annual meeting of the members.

### **3.4 Vacancies**

Should a vacancy in the Board of Directors be created by the resignation, death, or removal from office, or inability to serve of any member of the Board of Directors arising at any time subsequent to the member's election, the resultant vacancy shall be filled in accordance with the following procedure:

1. If the vacancy is in the Presidency, the President-Elect shall automatically become and serve as the President for the remainder of the year in addition to the term to which the officer was previously elected. The resultant vacancy in the office of the President-Elect shall be filled in a special election prepared by the Board of Directors in compliance with the By-laws of the Association. In the event there is also a current vacancy in the office of the President-Elect, another Board of Directors member shall become President in accord with an order of succession to be established by the Board of Directors and shall serve for the remainder of the year.

2. If the vacancy is in the office of the President-Elect, including a vacancy which occurs in this office pursuant to the previous paragraph, another member of the Board of Directors shall assume the duties of President-Elect.
3. If the vacancy is in the office of any Vice President. The Board of Directors shall elect a voting member of the Association to serve for the unexpired portion of the term of that Vice President.

### **3.5 Removal from Office**

Any elected member of the Board of Directors may be removed from office by the following three steps:

1. a written petition signed by fifty (50) members submitted to the President, or, in the instance where the President is the object of the removal petition, to the President-Elect, and
2. approval of the petition by 75% of the Board of Directors, and
3. approval of the petition by 75% of the members of the Association by mail ballot.

### **3.6 Meetings**

The Board of Directors shall meet at least four times each year. A quorum shall be a majority of the Board of Directors then sitting. Proxy voting by directors is not permissible. At the discretion of the Board of Directors, its business may be conducted by mail or telephone or other appropriate means.

### **3.7 Committees**

**3.7.a.** The Board of Directors may establish and /or dissolve any standing committees, designating their charges, size, composition and terms.

**3.7.b.** The President may establish and /or dissolve any task forces, ad hoc committees, networks, and working groups designating their charges, size, composition terms and budgets.

## **ARTICLE IV: PUBLICATIONS**

- 4.1 The Association shall publish two publications, a bulletin that disseminates information of relevance to the membership of the Association, and a scholarly journal. The Board of Directors may authorize the publication of other journals, bulletins or other works as it deems necessary.
- 4.2 The Editors of each publication shall be appointed to a two-year term by the Board of Directors.

## **ARTICLE V: HONORS**

- 5.1** The Board of Directors shall be responsible for granting the following awards and recognition:
1. Fellowship. Fellowship may be bestowed upon any member upon the recommendation of the Honors Committee and a unanimous vote of the Board of Directors, provided such members (a) shall have been an active participant in the field of Communication Sciences and Disorders for not less than five years, (b) shall have demonstrated outstanding contribution to the Association through service on committees, the Board of Directors, or in other significant capacities, (c) shall have demonstrated outstanding contribution to the profession in at least 2 of the following areas: (i) clinical service, (ii) academic or clinical teaching, (iii) research and publications contributing to the knowledge needed by the profession, (iv) administrative service.
  2. Certificate of Recognition. A Certificate of Recognition may be granted upon the recommendation of any officer of any standing committee and upon majority vote of the Board of Directors to those individuals who make significant contributions to the Association.
  3. The Board of Directors shall in other instances have the power to recognize by resolution or otherwise, those persons and organizations who have made a contribution to the objectives of the Association.

#### **ARTICLE VI: PARLIMENTARY AUTHORITY**

- 6.1** The rules contained in the current edition of Robert's Rules of Order Newly Revised, as it may be amended from time to time, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws, or with the Articles of Incorporation or with any special rules of order the Association may adopt.

#### **ARTICLE VII: STANDING RULES**

- 7.1** The Board shall have the authority to adopt certain Standing Rules pursuant to the execution of its responsibilities as specified herein, such rules to be consistent with these By-laws and the Articles of Incorporation.

#### **ARTICLE VIII: CODE OF ETHICS**

- 8.1** Members of the Speech-Language-Hearing Association of Virginia shall abide by the Code of Ethics of the Speech-Language-Hearing Association of Virginia.

#### **ARTICLE IX: NONDISCRIMINATION**

- 9.1** The Association shall not discriminate on the basis of race, national origin, religion, age, sex, sexual orientation or disability. All programs and activities of the Association shall be conducted in furtherance of this policy.

#### **ARTICLE X: AMENDMENTS**

- 10.1** These By-laws may be amended at any meeting of the members of the Association by a majority vote of those members present and entitled to vote, provided that notice of any proposed amendment shall be provided to the members at least thirty (30) days prior to such meeting.