



The North Carolina Speech, Hearing & Language Association, Inc. Bylaws

MISSION

Empower and support members through advocacy and education to improve the quality of and access to speech-language pathology and audiology services for all individuals.

VISION

NCSHLA will set the highest standards of ethical practice and quality of care for the individuals we serve.

BYLAWS

Article I – Name

This organization shall be known as the North Carolina Speech, Hearing, and Language Association (NCSHLA), hereinafter referred to as NCSHLA or the Association.

Article II – Purpose

The purpose of this Association shall be:

- a) to encourage and promote the roles of audiologist, speech-language pathologist, hearing specialists, and other professionals and paraprofessionals who support research and clinical services to persons with communication disorders;
- b) to encourage the scientific study of evaluation and treatment of individuals with communication and dysphagia disorders;
- c) to encourage clinical research and the interchange of information among speech-language pathologists, audiologists, and other professionals and paraprofessionals concerned with human communication and swallowing disorders;
- d) to support the prevention of communication and hearing disorders;
- e) to provide continuing educational and networking opportunities for professional growth and development;
- f) to promote the highest standards of preparation and practice in speech-language pathology, audiology, and their related fields;
- g) to promote public awareness and to positively influence public opinions concerning the professions and the individuals we serve; and

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h) to encourage affiliation and collaboration with other persons and organizations having similar goals and interests in the service of individuals with communication, hearing, and swallowing disorders.

Article III – Code of Ethics

The professional conduct of the members of the Association shall be governed by the ASHA Code of Ethics and the North Carolina Board of Examiners for Speech-Language Pathology and Audiology. The Association shall also follow the nondiscrimination language set forth by ASHA's Code of Ethics and Bylaws. (*See also: Article XVI*)

Article IV – Membership

Section 1. The membership of the Association shall consist of:

Active Members – must hold 1) at least a Master's degree with a major emphasis in speech-language pathology, audiology, or speech, language, or hearing science; or education of the hearing-impaired or 2) at least a Master's degree and present evidence of active research, interest, and performance in the field of human communication. Active members are full voting members and may hold office.

Speech-Language Pathology Assistant -- must hold a Bachelor's degree and/or Speech-Language Pathology Assistant - Associate Degree (A.A.S.). SLPA members may serve on committees, but may not vote or hold office (*per Article III, Section 3.1.1 of the ASHA Bylaws*).

Associate Members – those members holding at least an Associate's degree in education of the deaf and hard of hearing or other professions concerned with human communication and its disorders. Associate members may serve on committees, but may not vote or hold office (*per Article III, Section 3.1.1 of the ASHA Bylaws*).

Life Members – those persons 65 years of age and over who have been Active or Associate Members in good standing for twenty consecutive years preceding application for Life Membership. Dues for Life Members shall be a one-time payment equal to two times the current annual Association dues for Active members. Disabled Active members under the age of 60 who have been members for 10 consecutive years may present their names before the Board for consideration for Life membership. Documentation of disability must be presented for each membership year.

Student Members – those individuals who are in the process of pursuing credentials for entry into the professions of speech-language pathology, audiology, education of the deaf and hard of hearing, or other professions concerned with human communication and its disorders. Licensed clinicians or educators employed full-time (30 or more hours per week) will receive Student Members rate for up to 4 years. Student members may serve on committees but may not vote or hold office (*per Article III, Section 3.1.1 of the ASHA Bylaws*).

Doctoral Students - those members who qualify for Active membership of the Association and are enrolled in a doctoral program for speech-language pathology, audiology, or other related field. Applicants must submit an application and proof of doctoral program enrollment annually. Approved applicants will receive Doctoral Students rate for up to 4 years and retain the privilege of voting and holding office.

Affiliates – those persons who do not qualify for the above membership categories, but who wish to support and be officially affiliated with the Association.

Section 2. Affiliates, Speech-Language Pathology Assistants, Associate Members, and Student Members enjoy all the privileges of membership, except for the privileges of voting and holding office.

Section 3. Membership may be terminated or suspended for nonpayment of dues, provided that dues are delinquent for at least 60 days and notice of the proposed action has been emailed to the delinquent member at the address shown on the records of the Association. Members who, after adjudication as prescribed by the North Carolina State Board of Examiners or the American Speech, Hearing, and Language Association's Board of Ethics are found to have committed an ethical violation, or have been convicted of a felony offense, may have their membership suspended or revoked. An individual whose membership has been terminated or suspended for any reason may appeal the decision in writing to the Board of Directors.

Section 4. Members may voluntarily withdraw membership by notifying the Association in writing. Any member resigning shall pay all obligations owed the Association before the effective date of the resignation and there will be no reimbursement of dues.

Section 5. Any person whose membership has been revoked for any cause may petition the Board of Directors for consideration of membership reinstatement in accordance with the prevailing policies and procedures of the Association.

Article V – Dues

All members, except Life Members, shall pay annual dues as established by the Board of Directors.

Article VI – Nominations, Elections, & Voting

The Nominations Committee shall be composed of a Chairperson and a minimum of 2 non-Board of Directors (BOD) members. The Chairperson shall be the immediate Past President of the Association.

It shall be the duty of the Nominations Committee to solicit nominations from the membership and develop a slate of qualified nominees, one per vacancy. The Committee will review credentials and membership status of all nominees. The committee will present the slate to the BOD 60 days prior to the annual business meeting for approval. The approved slate will be provided to all Members at least 30 days prior to the annual business meeting for comment.

Upon direction of the BOD, the Nominations Committee shall prepare and submit a list of qualified candidates for boards and commissions (e.g. North Carolina Board of Examiners for Speech-Language Pathology and Audiology). Once approved, the Board may submit nominees to the Governor's Office or appropriate entity.

Article VII – Officers

Section 1. The elected officers of the Association shall be the President, President-elect, Past President, and seven Vice Presidents. The seven Vice Presidents (VP) shall be the VP for Public Relations and University Affairs, VP for Governmental Affairs, VP for Continuing Education, VP for Finance, VP for Membership, and VP for Audiology.

These officers shall hold office as follows: President, one (1) year; President-elect, one (1) year; Past

President, one (1) year; VP, two (2) year term. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Association.

Section 2. Elections for officers will be held every year. President-Elect will be elected every year. VPs for Continuing Education, Governmental Affairs, and Membership will be elected on odd numbered years. VPs for Public Relations and University Affairs, Finance and Audiology shall be elected on even numbered years.

Section 3. In the event that any member of the BOD is unable to complete his/her term of office, the President shall appoint an officer pro-tem for the vacant position until the next regular election is held.

Section 4. Ex-officio officers of the Association are non-voting officers who are appointed by the NCSHLA Executive Board.

Section 5. The Board of Directors shall be chaired by the President and shall be composed of the elected and ex-officio officers of the Association. When an officer's elected or appointed term of office expires, his/her membership on the Board is automatically terminated. The Executive Board will have general supervision of the affairs of the Association between annual business meetings of the membership.

Section 6. The duties of the officers are listed below.

a) President shall:

- serve as the chief executive officer of the Association with final decision, authority, and responsibility;
- preside over all BOD meetings;
- communicate with VPs and make recommendations regarding appointments and implementation of BOD initiatives;
- represent the interests of the Association; and
- inform and collaborate with the BOD on all matters of the Association.

b) President-elect shall:

- serve as Parliamentarian at BOD meetings to ensure proper order;
- document and curate minutes for all BOD meetings and the annual business meeting;
- coordinate and document strategic planning efforts and outcomes for the Association; and
- perform other duties as assigned by the President.

Should the President temporarily be unable to fulfill the duties of the office, the President-elect shall serve in that capacity.

c) Immediate Past President shall:

- serve on the BOD in any capacity designated by the President;
- coordinate in conjunction with the President-Elect the strategic planning efforts and outcomes for the Association;
- review Association bylaws and policies and make recommendations for updates to BOD;
- serve as chair for the standing Nominations Committee; and
- perform other duties as assigned by the President.

d) Vice President for Public Relations and University Affairs

- promotes the professions and increasing public awareness regarding issues related to speech-language, swallowing, and hearing disorders;
- collaborates with VP of Membership regarding social media engagement and development of necessary committees;
- oversees the development and implementation of public awareness and educational opportunities (e.g., swallowing, communication, hearing disorders);
- creates and implements University engagement opportunities;
- oversees the selection and application process of two student representatives to a two-year term as non-voting members of the NCSHLA Board of Directors;
- appoints chairs of designated committees; and
- reports quarterly to the BOD on committee activities.

e) Vice President for Professional and Governmental Affairs

- is responsible for identification and ongoing monitoring of professional and regulatory issues;
- informs the BOD and membership regarding legislative and regulatory developments;
- is responsible for coordinating BOD-approved activities with the lobbyist;
- is responsible for facilitating collaboration between the Association and other persons or organizations having similar legislative interests and objectives;
- appoints chairs of designated subcommittees (to include but not limited to audiology, health care, private practice, and school-based services); and
- is responsible for quarterly reporting of subcommittee activities to the BOD.

f) Vice President for Finance

- is the chair for the standing Finance Committee;
- is the official fiduciary representative and banking signatory;
- oversees implementation of the budget;
- studies alternative means, aside from dues, for generating revenue;
- advises the BOD on any discretionary spending;
- assesses and advises the BOD on a proposed time schedule for increasing dues;
- is responsible for presenting a quarterly finance report to the BOD; and
- provides a financial update to the membership at the annual business meeting and as needed.

g) Vice President for Continuing Education

- oversees and collaborates with the chair of the standing Convention Committee;
- identifies topics and procures speakers for educational offerings;
- oversees the development, coordination, and implementation of educational programs for the membership; and
- is responsible for quarterly reporting of committee activities to the BOD.

h) Vice President for Membership

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- conveys membership concerns to the BOD;
- formulates and implements recruiting strategies for membership;
- collaborates with VP of Public Relations and University Affairs regarding benefits and retention of members;
- maintains oversight of quarterly publications;
- uses social media for promotional purposes and events;
- creates regional or statewide membership engagement events or opportunities;
- appoints chair of designated standing committee of Membership and Recognition; and
- reports quarterly committee activities to the BOD.

i) Vice President of Audiology

- identifies the needs of audiology membership;
- assists and assigns NCSHLA representatives to attend special events (e.g., Early Detection of Hearing Impairment, statewide health fairs, NC Council of Deaf and the Hard of Hearing);
- oversees the development and implementation of public awareness and educational opportunities relative to hearing and balance disorders;
- coordinates and collaborates with other VPs (i.e., Membership and Public Relations and University Affairs) to engage audiologists in the association; and
- collaborates with Audiology subcommittee on legislative issues and initiatives.

Section 7. No member shall serve more than three (3) terms as an elected officer or serve more than two (2) consecutive terms on the Board of Directors.

Section 8. Any Board member can be removed from office for failing to meet the responsibilities of the office in an ethical manner. Removal from office requires a majority vote of the BOD.

Section 9. Two student representatives shall be appointed for a two-year term as non-voting members of the NCSHLA Board of Directors. Student representatives will be selected through an application process that is reviewed by the BOD.

Article VIII – Executive Board

Section 1. The Executive Board consists of the President-Elect, President, and Immediate Past President. The Executive Board shall be chaired by the President who will designate a scribe for meeting minutes. The BOD may assign decisions to the Executive Board on an as-needed basis.

Article IX – Committees

Section 1. The Association will maintain four standing committees: Finance, Membership and Recognition, Nominations, and Annual Convention. Standing committees are permanent committees assigned to perform the ongoing operations of the Association and are not dissolvable.

Section 2. Ad hoc committees, special committees, or task forces carry out specific tasks of the Association and cease to exist upon the completion of the specified task. Any Ad hoc committee, special committee, or task force may be established by the BOD. Ad hoc, task force and special committee assignments shall be

coordinated by the Vice Presidents and/or any Executive Board Officer and shall report to the BOD at designated intervals.

Section 3. Any committee chair can be removed from their position for failing to meet the responsibilities of their designated duties in an ethical manner. Removal from office requires approval by the President. The President shall appoint a committee chair for the vacant position.

Article X – Meetings

Section 1. There shall be a minimum of three meetings annually of the BOD, one of which shall be at the annual convention. All BOD meetings shall be open to the membership, except for designated closed sessions.

Section 2. The Executive Board may convene monthly either in person or remotely.

Section 3. The BOD shall convene at regular, specific intervals in person or remotely. Special meetings of the BOD may be called by the President or by a majority of the officers on the BOD.

Section 4. A quorum of the BOD shall be two-thirds of the total number of BOD members.

Section 5. A quorum for the Annual Business Meeting shall consist of one member more than fifty percent (50%) of the voting members who register for the meeting.

Section 6. The annual schedule of BOD meetings shall be posted for all members at the beginning of the administrative year.

Article XI – Management of Digital Media and Publications

Section 1. Digital Social Media

The Association shall maintain social media accounts and a website. Content will be monitored and controlled by designees appointed by the Executive Board.

Section 2. Digital Publication

The Association shall provide and maintain a quarterly online newsletter to all members. The VP of Membership will maintain oversight of editing and content.

Article XII – State Office

Section 1. Designation

The NCSHLA will maintain a mailing address, a phone line, and electronic communication and the procedures to support these to facilitate the business of the Association and communication with members and the public.

Article XIII – Finance

Section 1. The fiscal year of the Association shall be July 1 through June 30.

Section 2. The Finance Committee will develop and submit a tentative operational budget to the BOD. The

BOD will evaluate all income and expenditures and approve a budget for the fiscal year.

Section 3. The Finance Committee will develop feasibility statements with cost estimates for all Association long range goals.

Section 4. The Finance Committee will recommend action on reallocation of budgeted funds during a fiscal year.

Section 5. No officer, employee, or committee/task force shall expend any monies not provided in the budget as adopted or spend any money in excess of the budget allotment except by approval of the BOD. The BOD shall not commit the Association to any financial obligation in excess of its current financial resources.

Section 6. The Finance Committee will investigate and recommend action to the BOD on investment opportunities.

Section 7. The BOD and Finance Committee will collaborate with the accounting firm to have an annual compilation performed and to have the appropriate state and federal tax forms completed.

Section 8. The Finance Committee will initiate a formal audit every five years beginning.

Section 9. An annual financial report shall be prepared and submitted to membership.

Article VIV – Parliamentary Authority

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 Bylaws or any special rules of order the Association may adopt.

Article XV – Bylaws

The Bylaws may be revised by a two-thirds vote of the active members present at a business meeting of the Association. A vote regarding the bylaws requires previous notice to the membership. Revisions to the bylaws may be submitted by the BOD.

Article XVI – Discrimination

The Association shall not discriminate on the basis of race, national origin, religion, age, gender, gender identification, sex, sexual orientation, or handicapping condition. All programs and activities of the Association shall be conducted in furtherance of this policy.

Article XVII – Dissolution

The BOD of NCSHLA, after applying or making provision for payment of all liabilities of NCSHLA, shall dispose of NCSHLA assets exclusively for the purposes of NCSHLA in such a manner or to such organization(s) operated exclusively for purposes which shall, at the time, qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the officers of NCSHLA BOD shall determine. Such distribution may include, but is not limited to, the American Speech-Language Hearing Association (ASHA). Any such assets not so disposed of shall be disposed of by the court of original jurisdiction of the county in which the principal office of NCSHLA is located, exclusively for such purposes or to such organization(s), as said court

shall determine, which are operated exclusively for such purposes.

Article XVIII – Indemnification

Every member of the governing body as defined in the Articles of Incorporation, any officer, member of the Board, member of any committee, or other agent of the Corporation and employees of the Corporation (all hereinafter called “representative of the Corporation”) shall be indemnified by the Corporation against all liabilities, costs, and expenses, including counsel fees, incurred by, or imposed upon, such representative in connection with any proceeding of any kind in which that representative may be made a party, or in which there may be involvement in any way, by reason of being or having been a representative of the Corporation at the time such liabilities, costs, and expenses accrued, except in those cases in which the representative of the Corporation is adjudged guilty of willful malfeasance in the performance of duties. The Board of Directors shall have the power to determine whether the representative of the Corporation has met the standard for indemnification set forth in this Section and to grant or deny the application. This right of indemnification will be in addition to, and not exclusive of, all other rights to which such member officer, or employee may be entitled.