

BY-LAWS OF THE
NEW JERSEY SPEECH-LANGUAGE-HEARING ASSOCIATION

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BY-LAWS OF THE
NEW JERSEY SPEECH-LANGUAGE-HEARING ASSOCIATION

Article I Name

The name of this organization shall be the New Jersey Speech-Language-Hearing Association (hereinafter called "the Association"), a not-for-profit corporation incorporated under the laws of the State of New Jersey as a 501 C-6 corporation.

Article II Purposes

The purposes of the Association include:

1. encouraging basic scientific study of the processes of individual human communication with special reference to speech, language and hearing and fostering improvement of clinical procedures and services with such disorders;
2. stimulating exchange of information among persons and organizations thus engaged;
3. disseminating such information;
4. ensuring the highest quality of professional standards and services;
5. representing and promoting the professional interests of the membership with respect to issues or concerns affecting the professions, its membership, or the persons served by the membership.
6. promoting 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;
7. promoting investigation and prevention of disorders of human communications;
8. advocating for the rights and interests of persons with communication disorders; and
9. advocating for legislative and regulatory efforts on behalf of audiologists, speech-language pathologists, speech, language and hearing scientists and the communities they serve.

Article III Membership

1. Membership Classes and Qualifications. The membership of the Association shall consist of Regular Members, Life Members, Associate Members, Student Members and Supportive Members.

- a) Regular 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.
- b) Life Members shall be Regular Members who have attained the age of 65 and who have held that membership for 20 consecutive years. Such Regular Member may apply for and automatically receive Life Membership with all privileges of a Regular Member.
- c) Associate Members shall be those who are employed in and/or present evidence of interest in the field of communication disorders and/or sciences, but do not meet the requirements as Regular Members or Student Members.

- d) Student Members shall be those who present evidence of current matriculated status in a graduate or undergraduate program in speech-language pathology, audiology, or speech and hearing science.
 - e) Supportive Members shall consist of representatives of commercial enterprises and other businesses with expressed interest in the field of communication disorders and/or sciences.
 - f) The requirements for membership may be waived in special instances by majority vote of the Board of Directors
2. Rights and Responsibilities.
- a) Regular Members and Life Members have the right to nominate, to vote, to chair committees, to serve on the Board of Directors, to hold office and to introduce motions at the Annual Business Meeting of the Association
 - b) All classes of membership are bound by the By-Laws and by the Code of Ethics of the Association.
3. Dues
- a) The annual dues for members of the Association shall be determined by the Board of Directors. A member whose dues are in arrears shall be automatically removed from membership after being duly notified.
 - b) In accordance with the policies of the Association adopted from time to time, dues may be waived or reduced for members who (1) are eligible for Life Membership, (2) become totally disabled, or (3) experience an extreme catastrophic event as determined by the Board of Directors.

Article IV Board of Directors

1. Definition: The Association shall be governed by the Board of Directors. The Board of Directors is the single governing body of the Association and shall actively promote the objectives of the Association, operating in accordance with and administering and implementing the programs and policies established by these By-Laws and by the Board of Directors. Members of the Board of Directors are elected to serve by and are accountable to the members of the Association.
2. Composition of the Board. The Board of Directors consists of fifteen (15) elected Association members. The 15 elected members include a five-member Executive Council (President, President-Elect, Immediate Past President, Treasurer and Secretary). The President shall appoint a Student Board member for a non-voting one year, one time renewable term. In the event that no member of the Board of Directors is an audiologist, the President will appoint one to the Board for a one-year term, with all voting rights and responsibilities.
3. Eligibility for Election to the Board of Directors. Persons nominated to the Board of Directors shall be Regular or Life Members of the Association who have been members for at least three years, including the year in which they are nominated.
4. Terms of Office of Board members. Thirteen Directors will be elected for staggered terms of three years; two Directors will be elected for a one-year term.
 - a) The Directors serving the one-year term are ineligible for election as an Officer on the Executive Council but are eligible for re-election to three (3) three-year terms, during which time they may serve as an elected officer.

- b) Directors serving their first three-year term may be re-elected to two additional three year terms, after which time they cannot be re-elected without being absent from the Board for at least one year.
 - c) Any Director's service on the board can be extended beyond the term limits without re-election if the member is elected to an officer position of the Executive Committee providing this extension does not exceed three years beyond the end of the last elected term.
5. Vacancies on Board of Directors. If a vacancy occurs on the Board involving a Board member who is not on the Executive Council, for any reason, the Board of Directors shall, by a majority, elect a successor from the Regular or Life membership to fill the position for the unexpired portion of the term. Individuals who fill a Board vacancy will be eligible in the next election for a three-year term which will be considered to be their initial term of office. If the vacancy involves a member of the Executive Council, see Article V.4.
 6. Meetings of the Board. The Board of Directors will meet no fewer than four times a year, in addition to the annual Business Meeting. Meetings are to be conducted according to Roberts Rule of Order.
 - a) The Association Manager will attend these meetings as a non-voting member, at the discretion of the President.
 - b) The presence of 10 Directors constitutes a quorum. It must include either the President or the President-Elect, one of whom must preside at every official meeting.
 7. Voting. While proxy voting is not permitted, voting by any verifiable non-electronic or electronic methods of communication is permitted.
 8. Duties of Board members. The members of the Board of Directors will perform those duties that are usual to their position, are designated by Board policy, and are assigned by the President of the Association
 9. Removal of Board members. A Director may be removed from the Board by two-thirds vote of the full Board of Directors for adequate reasons, including, but not limited to, failure to fulfill the duties of office or any violation of the By-Laws or Code of Ethics of the Association.
 10. Compensation. Directors do not receive compensation for their services but may be reimbursed for expenses as outlined in the Financial Policies.

Article V Officers

1. Composition of Executive Council. The officers of the Association are President, President-Elect, Immediate Past President, Secretary and Treasurer. These officers comprise the Executive Council.
2. Eligibility of Executive Council members.
 - a) The officers of the Executive Council shall be elected from and by the Board of Directors.
 - b) A Director must have at least one year of remaining term on the Board to be eligible for nomination as an officer. The President must have held previous office and/or chaired a committee or task force within the past four years.
 - c) Any member of the Executive Council at the end of his/her term can continue to serve without re-election providing this extension does not exceed three years beyond the end of the last elected term.
3. Terms of Office of Executive Council members.
 - a) The President will serve on the Executive Council for one year as President and one year as Immediate Past President. The President may also be elected to an additional one-year term as President, before filling the position of Immediate Past President in which instance the Immediate Past President may serve for two years.
 - b) An Immediate Past-President is not eligible for election to any other officer position during his or her current term of office.
 - c) Terms of office for President-Elect and Secretary are one year with eligibility for election to an additional one-year term in that position.
 - d) Term of office for Treasurer is two years, with eligibility for election to an additional term of two years.
4. Vacancies on the Executive Council
 - a) If the vacancy is in the Presidency, the President-Elect shall automatically become the President for the remainder of that term and the term for which elected.
 - b) If the vacancy is in the office of President-Elect, the President, with Board approval, shall appoint a member of the Board to fulfill the duties and obligations of the office, but such person shall not automatically succeed to the Presidency. At the next election, a President and a President-Elect shall be elected via separate elections.
 - c) If the vacancy is in the office of Secretary or Treasurer, the President, with Board approval, shall appoint a member of the Board to serve for the unexpired portion of the term.
 - d) If the vacancy is in the office of the Immediate Past President, the last former President willing to serve shall complete the unexpired portion of the term.
5. Meetings of the Executive Council. The Executive Council will meet as deemed necessary by the President to direct and execute the business of the Association.

6. Powers and Voting Requirements of the Executive Council
 - a) The Executive Council is empowered to act in place of the Board of Directors on emergent issues, but decisions are subject to approval by the Board of Directors at the earliest possible opportunity.
 - b) The Executive Council is empowered to carry to a conclusion all Association matters where the policy has been established by the Board of Directors.
 - c) The majority of the voting members of the Executive Council shall constitute a quorum. The affirmative vote of the majority of the total Council shall be necessary to transact business.
7. Removal of Executive Council member. An officer may be removed for adequate reason, including but not limited to failure to fulfill the duties of office or any violation of the By-Laws or Code of Ethics of the Association, by a two-thirds vote of the full Board of Directors.

Article VI General Meetings

1. Annual Membership Meeting. The Association will hold an annual meeting of the regular membership at the place and on the date that the Board of Directors determines.
2. Special meetings. Special meetings of the Association may be called by the Board of Directors at any time.
3. Notice. The Board of Directors must give Association members reasonable notice of all annual and special meetings. The notice must include a description of the business to be discussed.
4. General Membership Quorum. The presence of 10% of the regular membership constitutes a quorum. A majority of members where a quorum is present is necessary to make a decision. Proxy voting is not permitted. Mail, fax, or electronic voting is permitted.

Article VII Committees of the Association

1. Establishment and Dissolution: The Board of Directors may establish and dissolve standing committees, ad hoc committees and other entities necessary to conduct the Association's business and designate and change their charges and determine their size, member qualifications, and terms.
2. Committee Chairs: Chairs of all committees shall be appointed by the President of the Association with a majority Board approval.
3. The Standing Committees of the Association shall be the:

Alternative/Augmentative Communication (AAC) Committee
 Audiology Committee
 Continuing Education Committee
 Convention Committee
 Ethics Committee
 Finance Committee
 Healthcare Committee

Higher Education Committee
 Honors and Awards Committee
 Legislative Committee
 Membership Committee
 Media and Publications Committee
 Multicultural Committee
 Nominations and Elections Committee
 Private practice Committee
 Public Relations Committee
 Schools Affairs Committee
 Student Issues Committee

Article VIII Management and Consultants

1. Board of Directors Prerogatives. The Board of Directors may contract services for management of the Association and may contract the services of consultants. These contracts will be initiated and terminated by majority approval of the Board of Directors.
2. Insurance. The Association shall maintain appropriate insurance as deemed necessary by the Executive Council.
3. Changes: Major changes, additions or deletions in the role and responsibilities of the Association Manager, consultants, insurance, or other policies and procedures must be made by resolution and approval of the majority of all members of the Board of Directors.

Article IX By-Laws

1. Policies and Procedures. The Board of Directors may establish, amend or delete policies or procedures that are consistent with these Bylaws for the timely organization and management of the Association.
2. Amendments and Revisions. Amendments and revisions to these Bylaws may be made without prior notice to the general membership at a regular meeting of the Board of Directors. After two-thirds approval by the Board of Directors, 30-day notice will be given to the membership prior to a vote at the next general meeting where a majority vote of those present will be needed to approve the amendments or revisions.

Article X Nondiscrimination

NJSHA will conform to the nondiscrimination language in the ASHA Bylaws.