



DSHPSHWA - Association Bylaws

Article I. Name

The name of this corporation is the Directors of Speech and Hearing Programs in State Health and Welfare Agencies, Inc.

Article II. Purpose

The purpose of this corporation shall be:

- A. To foster a better understanding of programming for speech, language, and hearing disorders within the public health and welfare setting.
- B. To encourage the development of more efficient programs for the diagnosis, treatment, and case management of speech, language, and hearing disorders within the public health and welfare setting.
- C. To encourage research studies of the services for speech, language, and hearing disorders within the public health and welfare setting.
- D. To provide a means for continued professional growth relative to programming for speech, language, and hearing disorders within the public health and welfare setting.

Article III. Membership

The membership of this corporation is defined as those persons who direct, develop, and/or coordinate speech-language and/or hearing programs in the administrative units (and/or a designee from the State administrative units) of State and Territorial health and welfare agencies, or in other State and/or Federally supported programs for children with special health care needs. This requirement may be waived in special instances by a recommendation of the Vice-President-Membership and by a 2/3 affirmative vote of the Board of Directors.

Article IV. Dues

There shall be no dues charged for membership in this corporation. A registration fee shall be charged for entrance to the annual meeting of the corporation. This amount shall be determined by the corporate Board of Directors and based upon the financial needs of the corporation at the time of the meeting.

Article V. Officers

- A. The officers of this corporation shall consist of a:
 1. Past-President
 2. President
 3. President-Elect
 4. Secretary-Treasurer
 5. Vice President-Membership
 6. Vice President-Archives
 7. Vice President-Communications and Outreach
 8. Member-at-Large – Education/Outreach
 9. Member-at-Large – Website/Technical Development
 10. Federal Consultant (up to 2, Ad Hoc)



DSHPSHWA - Association Bylaws

B. Duties:

1. The Past-President shall:
 - a. Serve as a member of the Board of Directors;
 - b. Serve as Chairperson of the Nomination Committee;
 - c. Develop the slate of officers for election at the annual meeting by the corporation;
 - d. Perform duties granted or assigned by the membership and/or the Board of Directors.
2. The President shall:
 - a. Serve as the Chairperson and member of the Board of Directors;
 - b. Preside at all regular meetings of the corporation, adhering to the guide, "Robert's Rules of Order Newly Revised";
 - c. Call emergency meetings of the corporation, Board of Directors, or any of its committees;
 - d. Appoint committee chairpersons and familiarize appointees with duties and responsibilities;
 - e. Fill vacancies of elected officers, subject to the approval of the Board of Directors
 - f. Serve as a member of the Board of Directors for one (1) and as Past President upon retiring from the office of President;
 - g. Distribute copies of the bylaws to all incoming officers elected at the annual meeting and briefly outline their respective duties;
 - h. Perform duties granted or assigned by the membership and/or the Board of Directors.
3. The President-Elect shall:
 - a. Serve as a member of the Board of Directors;
 - b. Assume duties requested by the President;
 - c. Discharge the duties of the President in the absence of the President or during a vacancy in that office;
 - d. Arrange and develop the meeting agenda for the annual meeting with consultation with the Board of Directors;
 - e. Prepare and submit a budget for the annual meeting to the Board of Directors for their approval;
 - f. Notify all members of the corporation of the annual meeting sixty days before the meeting date, enclosing proposed agenda;
 - g. Assume the office of President at the annual meeting of his/her second elected year;
 - h. Perform duties granted or assigned by the membership and/or the Board of Directors.
4. The Secretary-Treasurer shall:
 - a. Serve as a member of the Board of Directors;
 - b. Record and file the regular minutes of all official meetings of the corporation, receive copies of reports of officers and committee chairpersons, handle all correspondence necessary to the performance of his/her official duties;
 - c. Mail copies of all official minutes to the members of the Board of Directors within thirty (30) days after the activity;
 - d. Maintain accounts of the corporation's funds;
 - e. Prepare handouts of the financial status of the corporation and minutes of the previous business meeting for distribution at the annual meeting;



DSHPSHWA - Association Bylaws

- f. Perform duties granted or assigned by the membership and/or the Board of Directors.
5. The Vice President – Membership shall:
 - a. Serve as a member of the Board of Directors;
 - b. Recruit new members into the corporation that meet eligibility requirements;
 - c. Develop and update membership application;
 - d. Update the membership list each year based on activity at the annual meeting;
 - e. Mail the updated membership list to each member of the corporation within 60 days of the annual meeting;
 - f. Keep Board of Directors informed of additions, deletions, changes to membership on a quarterly basis;
 - g. Perform duties granted or assigned by the membership and/or the Board of Directors.
6. The Vice President – Archives shall:
 - a. Serve as a member of the Board of Directors;
 - b. Develop and maintain a topical reference file of all motions, resolutions, amendments, policies, procedures or any other such actions;
 - c. Keep documents of historical relevance (minutes, program agendas, membership lists, etc.);
 - d. Receive copies of all correspondence received or sent on behalf of the corporation;
 - e. Perform duties granted or assigned by the membership and/or the Board of Directors.
7. The Vice President-Communications and Outreach shall:
 - a. Serve as a member of the Board of Directors for two (2) years;
 - b. Provide consultation to and work collaboratively with the designated Member-at-Large on projects and activities that involve outreach to members, potential members, and other interested individuals through social media outlets and other communication platforms;
 - c. Provide consultation to and work collaboratively with the designated Member-at-Large on projects and activities for continued professional development of members relative to programming for speech, language, and hearing disorders within the public health and welfare setting;
 - d. Provide consultation to and work collaboratively with the designated Member-at-Large on the continued technical development and content maintenance of the DSHPSHWA website;
 - e. Perform duties granted or assigned by the membership and/or the Board of Directors.
8. The Member-at-Large: Education/Outreach shall:
 - a. Serve as a member of the Board of Directors for two (2) years;
 - b. Promote the views of the members of the association;
 - c. Works collaboratively with the Vice President of Communications and Outreach on projects and activities for continued professional development of members relative to programming for speech, language, and hearing disorders within the public health and welfare setting;
 - d. Work collaboratively with the Vice President of Communications and Outreach on projects and activities that involve outreach to members potential members, and other interested individuals through various



DSHPSHWA - Association Bylaws

- e. Perform duties granted or assigned by the membership and/or the Board of Directors.
- 9. The Member-at-Large: Website/Technical Development shall:
 - a. Serve as a member of the Board of Directors for two (2) years;
 - b. Promote the views of members of the association;
 - c. Work collaboratively with the Vice President of Communications and Outreach on the continued technical development and content maintenance of the DSHPSHWA website;
 - d. Perform duties granted or assigned by the membership and/or the Board of Directors.
- C. Terms and Conditions of Office:
 - 1. The President-Elect will serve one year as President-Elect, one year as President and one year as Past-President. The Secretary-Treasurer, Vice-President-Membership, Vice-President-Archives, and Vice-President of Communications and Outreach will serve two years. The three (3) Members-at-Large will serve two years.

All newly elected officers shall assume office at the conclusion of the annual meeting of the new term of office year. The secretary-treasurer will assume office as soon as possible after the annual meeting allowing for closure of books, but no later than January 1.

Elections for open positions will be held at the open meeting. Election of the Secretary-Treasurer, Vice-President-Membership and Vice-President-Archives will be held biannual at the annual meeting.
 - 2. If a vacancy occurs in the offices before the current term of office expires, the President, with a 2/3 affirmative vote of the Board of Directors, shall appoint a member to serve the unexpired term of office.
 - 3. No member shall hold more than one office simultaneously.
 - 4. All officers must be an active participant in the corporation for at least two years.

Article VI. Board of Directors

- A. Designation:

The members of the Board of Directors shall be the officers of the corporation.
- B. Meetings:

All meetings of the Board of Directors shall be meetings called by the President or by a majority of the Board of Directors.
- C. Powers and duties:
 - 1. Formulate policies of the corporation.
 - 2. Select time and place of meetings.
 - 3. Transact all corporate business between meetings.
 - 4. Create and terminate committees as needed.
 - 5. Shall approve applications for membership.
 - 6. In order to approve measures, a quorum of the members of the Board of Directors shall be required.
 - 7. Shall report action and recommendations to the membership at the regular meetings of the corporation.



DSHPSHWA - Association Bylaws

Article VII. Meetings of the Corporation

- A. Regular meetings:

There shall be at least one regular meeting of the corporation each year. The program of each meeting shall include at least one business meeting. Notification shall be made sixty days before the meeting with a proposed agenda and federal endorsement letter (optional). Election of officers shall be held at the business meeting held during the annual meeting.
- B. Special meetings:

Special meetings may be called by the President with the approval of the Board of Directors. Notification, including time of meeting and reason for meeting, shall be made to the membership.
- C. Attendance:

Attendance at annual face-to-face meeting(s) is limited to individuals who meet the requirements of membership (Article III) and who pay the meeting registration fee. Only those individuals (and/or a designee from the State administrative unit) who meet these requirements shall be allowed to attend and vote during the business meeting portion of the annual meeting.
- D. Annual face-to-face meetings are open to persons other than members ONLY upon invitation by the Board of Directors

Article VIII. Election of Officers

- A. Elections:

Election of officers shall take place at the annual meeting of the corporation.

 - 1. The Past President will serve as Chairperson of the Committee on Nominations. The Committee on Nominations shall consist of three members of the corporation including the Chairperson. The committee shall be appointed by the Past-President no later than 60 days prior to the annual meeting. Committee members must be voting members of the Corporation and be an active participant in DSHPSHWA for at least two years. The Past-President (Chairperson of the Committee on Nominations) will provide a slate of officers for presentation at the annual meeting.
 - 2. Nominations from the floor shall be entertained.
 - 3. Voting for contested offices shall be by secret ballot.
 - 4. Officers shall be elected by a majority vote of the total voting membership present at the annual meeting.
- B. Quorum:

A quorum shall consist of a majority of voting members in attendance.
- C. Vacancies:

Any vacancy which occurs among members of the Board of Directors may be filled by action of the Board of Directors. If a vacancy occurs among the officers before the election of the offices, this office shall be filled by election at the next annual business meeting; if necessary, the President may appoint an officer pro tem subject to the approval of the Board of Directors, until the election.

Article IX. Amendment

Amendment to these bylaws may be initiated by the Board of Directors or in a written proposal to the Board of Directors by a voting member. Proposed amendments shall be passed by majority vote of the Board of Directors in advance



DSHPSHWA - Association Bylaws

of the vote thereon by the voting membership. Voting on an amendment may be either at any business meeting or by mail ballot of the entire membership. Decision to employ the latter voting procedure may be reached by 2/3 vote of the members present at a business meeting or by 2/3 vote of the members of the Board of Directors. Amendments that pass become effective upon their approval by the membership; unless a specific effective date is determined to allow for easier implementation.

Article X. Committees

Committees can be appointed by the President and/or the Board of Directors. All committees will be Ad Hoc with clearly defined objectives and timelines. Objectives and timelines will be developed by the appointing persons(s) in agreement with the Committee Chair. The committee chair should make a status report at annual meetings.

Article XI. Disposition of Corporation Assets

If the Corporation dissolves, the monetary assets of the Corporation will be equally divided and donated to the American Speech-Language-Hearing Foundation and the American Academy of Audiology Foundation.

Article XII.

All procedures not specified shall be in accordance with the guide, "Robert's Rules of Order, Newly Revised."