

# **NORTH CAROLINA REHABILITATION ASSOCIATION**

## **BY-LAWS**

### **ARTICLE I**

This document shall be known as the By-Laws of the North Carolina Rehabilitation Association.

### **ARTICLE II - DEFINITIONS**

For the purpose of these By-Laws, the definitions in Article III of the Constitution of the Chapter shall apply.

### **ARTICLE III - MEMBERSHIP**

#### **SECTION 1. PROFESSIONAL MEMBER:**

Eligible for all benefits of membership in the Association including voting privileges, copies of Contemporary Rehab and the Journal of Rehabilitation, Division Membership, may hold elected office at any level of the Association, and is represented in the NRA delegate assembly

#### **SECTION 2. NEW PROFESSIONAL:**

Available to recent graduates who were Student members of NRA the previous year; available for one single year period; is eligible for all the benefits of Professional Membership.

#### **SECTION 3. STUDENT MEMBER:**

Available to full time students with student schedule verification; is eligible for all the benefits of Professional Membership.

#### **SECTION 4. AFFILIATE:**

Available to non-credentialed support/technical staff or retirees (professional or non-professional); is eligible for voting privileges, copies of Contemporary Rehab, Division Membership, may hold office at the local, state or regional level, and is represented in the NRA delegate assembly.

#### **SECTION 5. ORGANIZATION:**

Available to facility director/CEO and 4 designated employees; CEO and 4 designees are eligible for all the benefits of the Professional member category.

### **ARTICLE IV - MEMBERSHIP AND FISCAL YEAR**

The fiscal year shall begin on January 1 and end December 31. The membership year shall begin upon payment of dues and registration of membership with the National Rehabilitation Association and shall end one year from that date.

## **ARTICLE V - DUES**

There shall be no annual dues. Any member of the National Rehabilitation Association, Inc. shall automatically become a member of the Chapter. A registration fee may be charged for one annual Chapter conference. Such fees will be determined by the Board of Directors.

## **ARTICLE VI - MEETING OF THE DELEGATE ASSEMBLY**

### **SECTION 1. MEMBERSHIP CONTROL:**

The delegates shall be responsible for conducting the affairs of the Chapter and each delegate shall have one vote.

### **SECTION 2. MEETINGS:**

At the call of the President, the Assembly shall hold one or more regular business meetings annually and such other meetings as the board of Directors deem necessary.

### **SECTION 3. NOTICE OF MEETINGS:**

Advance notices of meetings shall be give to delegates. The notice shall state the general nature of the meeting and its time and place.

### **SECTION 4. METHOD OF VOTING:**

Voting may be by voice or hand count. A majority may demand a secret ballot. There shall be no voting by proxy.

### **SECTION 5. AUTHORITY TO HOLD MEETINGS BY MAIL:**

When matters of business require the action of a special meeting of the assembly at a time not deemed advisable or feasible, such meetings may be held by mail if called by a majority action of the Board of Directors. A method of mail balloting shall be determined by the Board of Directors for such meetings.

### **SECTION 6. PROCEDURE:**

Roberts' Rules of Order, Revised, shall govern assembly meetings when applicable.

## **ARTICLE VII - BOARD OF DIRECTORS**

### **SECTION 1. MEETINGS OF THE BOARD:**

The need, frequency, time, and place of regular or special meetings of the Board shall be determined by them.

**SECTION 2. AUTHORITY TO HOLD BOARD MEETINGS BY MAIL:**

When matters arise requiring Board action at a time when a Board meeting would not be deemed advisable or feasible, the President may request the Secretary to call a special Board meeting by mail, setting forth the specific issue or proposal on which a decision is sought. The Secretary shall enclose a space for the Board member to indicate his approval or disapproval and sign his name.

**SECTION 3. NOTICE OF MEETING:**

Advance notice of the time and place of all Board meetings shall be given.

**SECTION 4. QUORUM:**

A quorum consisting of a majority of the total Board shall be necessary in order to transact business.

**SECTION 5. PAST-PRESIDENT AS A MEMBER OF THE BOARD:**

The outgoing President shall remain a member of the Board for a term of one year.

**SECTION 6. METHOD OF FILLING VACANCIES:**

If, by reason of death, resignation, or removal from North Carolina, a vacancy occurs in the office of Secretary or Treasurer, the remaining members of the Board shall elect a successor. All other vacancies shall be filled in the manner defined for that position in other sections of this document.

**ARTICLE VIII - EXECUTIVE COMMITTEE**

**SECTION 1. POWERS OF THE EXECUTIVE COMMITTEE:**

The Executive Committee will perform such functions of the Board as may be delegated to it by the Board.

**SECTION 2. MEETINGS OF THE EXECUTIVE COMMITTEE:**

The Executive Committee shall meet upon the call of the President or at the request of a majority of its members.

**SECTION 3. QUORUM:**

A simple majority of the Executive Committee shall constitute a quorum for the purpose of carrying on the business of the Executive Committee.

**ARTICLE IX - FINANCES**

The Treasurer shall disburse to the local chapter upon approval of the Board of Directors a rebate of one-third of the funds received by the Chapter derived from the dues paid for membership to the National Rehabilitation Association. These monies will be returned to the Local Chapter on a prorated basis determined by the membership enrollment of each Local Chapter.

## **ARTICLE X - LOCAL CHAPTER ORGANIZATION**

### **SECTION 1. LOCAL CHAPTER ORGANIZATION:**

For organizational purpose of the North Carolina Rehabilitation Association, the State shall be divided by geographic areas as determined by the Board of the Chapter. These areas are to be maintained in the following manner. The State shall be divided into three (3) Local Chapters:

Local Chapter I will consist of the Western portion of the state

Local Chapter III will consist of the mid portion of the state

Local Chapter IV will consist of the eastern portion of the state

### **SECTION 2. LOCAL CHAPTER DIVISION:**

Upon receipt of a petition no later than thirty (30) days prior to any quarterly Chapter Board Meeting signed by fifty (50) or twenty-five percent (25%) of the members of a Local Chapter with two hundred (200) or more members in good standing of the current membership in the North Carolina Rehabilitation Association in the Local Chapter concerned, the Chapter Board of Directors may declare the new Local Chapter duly constituted. The newly authorized Local Chapter shall immediately proceed to elect Local Chapter officers, perfect its organization and perform its functions with the same rights and privileges as afforded Local Chapters previously constituted. Upon receipt of a written request by the Chairperson of the newly constituted Local Chapter, the Chairperson of the Local Chapter from which the new Local Chapter was derived shall forthwith make payment to the new Local Chapter on a pro-rata share of any funds on hand based on the membership of each chapter concerned at the time the new Local Chapter was constituted.

### **SECTION 3. LOCAL CHAPTER ANNUAL MEETING:**

A Local Chapter shall hold an annual meeting for its membership each year prior to the State annual meeting.

**A.** Time and place of the Annual Meeting shall be decided by the Board of the Local Chapter, and an advance notice of the meeting shall be given to the members thirty (30) days PRIOR TO SAID MEETING. The notice shall state the general purpose of the meeting, it's time and place.

**B.** Quorum: Ten (10) members or twenty-five percent (25%) of the total membership, whichever is less, shall constitute a quorum for the conduct of business.

**C.** Method of voting: Voting may be by voice or hand count. A majority may demand a secret ballot. There shall be no voting by proxy.

**D.** Authority to Hold Meetings by Mail: When matters of business require the action of a special meeting of the membership at a time not deemed advisable or

feasible, such meetings may be held by mail, if called by a majority action of the Board of Directors. A method of mail balloting shall be determined by the Board of Directors for such meetings.

E. Procedure: **Roberts' Rules of Order, Revised**, shall govern all chapter meetings when applicable.

## **ARTICLE XI - LOCAL CHAPTER BOARD OF DIRECTORS**

### **SECTION 1. POWERS:**

The powers of the Local Chapter when not in business session shall be vested in and the business shall be conducted by the Board, subject to the limitation of these By-Laws. The Board has the following powers:

- A. To carry out the purpose of the Local Chapter as set forth in the By-Laws;
- B. To approve the appointment of all regular committee Chairpersons;
- C. To authorize the appointment of all special committees;
- D. To approve all legislative policy and authorize the use of the name of the Local Chapter in promoting or opposing any city and county legislation;
- E. To authorize the use of the name of the Local Chapter and the use of its stationery in issuing any statement of public policy;
- F. To adopt a budget or amend a budget that has been adopted and to authorize the officers to carry out the activities authorized by the budget.
- G. To designate the person or persons to countersign all checks or drafts and other orders for the payment of money or to obligate the Local Chapter by the signing of notes, orders, or promises to pay.

### **SECTION 2. MEMBERSHIP OF THE LOCAL CHAPTER BOARD OF DIRECTORS:**

The Board of the Local Chapter shall consist of the local Chairperson, Chairperson-Elect, Immediate Past-Chairperson, Secretary-Treasurer, Membership Chairperson (to be appointed by the Local Chairperson) and a representative from each division having fifty (50) or more members state-wide.

### **SECTION 3. DIVISIONAL REPRESENTATION ON LOCAL CHAPTER BOARD:**

Divisional Representatives shall be recommended by the Local chapter Chairperson and approved by the State Division President.

### **SECTION 4. METHOD OF FILLING VACANCIES:**

If by reason of death, resignation or removal from North Carolina, a vacancy occurs in the Board, the remaining members of the Board shall elect a successor. The above method of filling vacancies does not apply to the office of the Chairperson and/or Chairperson-Elect, provided for in Article XII, Section 3.

**SECTION 5. NEED, TIME, AND PLACE OF MEETING:**

The need, frequency, time, and place of regular special meetings of the Board shall be determined by them.

**SECTION 6. NOTICE OF MEETINGS:**

Advance notice of the time and place of all Board of Directors' meetings shall be given.

**SECTION 7. QUORUM:**

A quorum consisting of a majority of the total Board of Directors shall be necessary in order to transact business.

**SECTION 8. AUTHORITY TO HOLD BOARD OF DIRECTORS' MEETINGS BY MAIL:**

When matters arise requiring Board action at a time when a Board meeting would not be deemed advisable or feasible, the Chairperson may request the Secretary to call a special Board meeting by mail, setting forth the specific issue or proposal on which a decision is sought. The secretary shall enclose a space for the Board member to indicate approval or disapproval and sign their name.

**ARTICLE XII - LOCAL CHAPTER OFFICERS**

**SECTION 1: ELECTION AND TERM OF OFFICE:**

Local Chapter officers shall be elected by a majority vote of the membership present at the last regular business session of the calendar year and shall assume their office at the beginning of the next calendar year. They shall remain in office until replaced by other regularly elected officers or until removed for other reasons.

**A.** Upon the initial establishment of a Local Chapter, the Chairperson will be elected for a one-year term. Chairperson-Elect will be elected for a two-year term, serving one year as Chairperson-Elect, and the following year as Chairperson.

**B.** The Secretary-Treasurer and Division Representative will serve for one-year terms.

**SECTION 2. DUTIES:**

The duties of the elected officers shall be those usually pertaining to such positions, including the following specific duties assigned to each office.

**Chairperson:**

- (a) Shall preside over meetings of the membership and the board.
- (b) Shall have all powers consistent with their office as may be conferred upon them by the Boards and By-Laws.
- (c) Shall be an ex-officio member of all committees.
- (d) Shall serve on the Chapter Board.
- (e) Recommend Division Representative of Local Chapter Board to State Divisional Presidents.

**Chairperson-Elect:**

- (a) The Chairperson-Elect shall automatically become Chairperson at the beginning of the calendar year even though the individual had served as Chairperson during a part of the previous calendar year.
- (b) In the absence of the Chairperson, this individual shall assume all duties of the Chairperson.
- (c) Shall serve on the Chapter Board.

**Secretary-Treasurer:**

- (a) The Secretary-Treasurer shall keep the Minutes of the Local Chapter, shall prepare such reports as may be required and shall act as custodian of all records and papers of the Local Chapter.
- (b) The Secretary-Treasurer shall have custody of all funds and securities of the Local Chapter, shall maintain accurate accounts of all property and financial business of the Local Chapter, and shall sign all checks, drafts, notes, or other evidence of indebtedness issued in the name or payable to the Local Chapter. The Secretary-Treasurer shall be bonded in an amount that will protect the funds of the Local Chapter.

**SECTION 3. VACANCY OF THE OFFICE OF THE LOCAL CHAIRPERSON OR LOCAL CHAIRPERSON-ELECT:**

If the office of the Local Chairperson is vacated, the Local Chairperson-Elect automatically becomes Local Chairperson. If the office is vacated for a second time before the annual business meeting, the Board shall appoint a member of the Local Chapter to serve the remainder of the calendar year, or until a Local Chairperson or Chairperson-Elect shall have been duly elected.

**SECTION 4. VACANCIES OF OTHER OFFICES:**

Any office other than Chairperson shall be filled by appointment of the remaining members of the Local Board.

**ARTICLE XIII - DIVISIONS**

**SECTION 1. REQUIREMENTS FOR DIVISIONAL STATUS:**

A Division must meet the following requirements:

- A. All members of the Division must be members of the Association, Chapter, and if organized, the corresponding National Division.
- B. Members of the Divisions shall be broadly representative of a scientific, professional or special interest segment of the Chapter
- C. Where no corresponding National Division exists, the Division may define its own qualifications for membership in that division.
- D. Each Division shall have its own Constitution and/or By-Laws and officers. A copy of the Constitution and/or By-Laws and list of the officers will be filed with the Chapter. The Chapter shall be kept currently advised of any changes of officers and Constitution and/or By-Laws. The Constitution and By-Laws shall set forth the purposes of the Division and shall contain provisions that will insure compliance with the constitution and By-Laws of the Chapter and the policies of the Chapter as established by the board and/or the Delegate Assembly.

**SECTION 2. RETENTION OF DIVISIONAL STATUS:**

A division may retain its divisional status by observing the following requirements:

- A. Holding at least one announced meeting a year in connection with the annual meeting of the Chapter.
- B. Maintaining a membership representative of the particular scientific professional or special interest group within the Chapter.
- C. Making such annual reports as may be required by the Board.
- D. Refraining from making changes in its Constitution and/or By-Laws or supporting any action that would be in conflict with the Constitution and/or By-Laws of the Chapter.
- E. Conducting an election of officers annually - terms of office to coincide with fiscal year of the Chapter.

**SECTION 3. WITHDRAWAL OF DIVISIONAL STATUS:**

The Board may withdraw divisional status from a Division when such Division fails to comply with the provisions of these By-Laws, provided that such Division has been notified in writing of its failure and, after 90 days, has not complied with the cited provisions. Notice of action of the Board shall be delivered to the President of the Division within 30 days after such action is taken. The effective date of withdrawal of division status will be set by the Board and after that date, the Division will not be in good standing and will no longer be considered a Division of the Chapter. A Division may terminate its own divisional status provided the guidelines for same as established by the corresponding National Division are followed. In the event there is no corresponding National Division, termination will be effected if, on a mail ballot, at least



two-third (2/3) of those voting shall vote for such termination. A mail ballot on termination of divisional status shall be supervised and conducted by a special committee appointed by the President of the Chapter, such committee to be composed entirely of Chapter members who are not members of the Division whose status is being determined.

**SECTION 4. REINSTATEMENT OF A DIVISION:**

An application for reinstatement of a Division shall be treated in the same manner as an original application for divisional status.

**SECTION 5. RESPONSIBILITY FOR DEBTS:**

The Chapter shall not be responsible for payment of any debt of a Division, whether the Division is currently active or whether its divisional status has been withdrawn or terminated. The Board may make loans to a Division on a specific project basis.

**SECTION 6. PROVISIONAL STATUS:**

The Board may grant provisional divisional status for a specified limited time only to a group attempting to organize a Division, pending its meeting of all requirements.

**SECTION 7. TERM OF OFFICE FOR DIVISIONAL BOARD MEMBERS:**

**A.** Each Division will conduct an annual election - the President and President-Elect being designated to serve on the Chapter Board.

**B.** Except in instances when a board member is elected by a Division to fill a vacancy, the person elected to serve as board member representing the division shall assume office on the first day of the next calendar year and shall remain until replaced by other regularly elected officers or until removed for other reasons.

**ARTICLE XIV - COMMISSIONS**

**SECTION 1. APPOINTMENT OF COMMISSIONS:**

Not later than sixty (60) days following the adjournment of the annual meeting of the assembly, the President shall name the Chairperson and members of the following commissions, subject to confirmation by the Board, who shall serve a term of one year commencing January 1 following appointment or until the next Commission Chairpersons and members are appointed following the next annual meeting of the assembly:

**COMMISSION ON PROFESSIONAL CONCERNS  
COMMISSION ON INTERNAL AFFAIRS  
COMMISSION ON CONSUMER RIGHTS AND ACCESS  
COMMISSION ON PROGRAM AND ACTIVITIES**

**COMMISSION ON GOVERNMENTAL AFFAIRS  
COMMISSION ON MEMBERSHIP SERVICES**

**SECTION 2. DUTIES OF COMMISSIONS:**

The duties of the Commissions shall include the following:

**A. Commission on Internal Affairs:** The Commission on Internal Affairs shall be chaired by the Immediate Past President of the association. It will have the responsibility to study the organizational structure of the Association and make recommendations to the Board of Directors relating thereto. Also, it shall have the responsibility of overseeing election procedures. It shall also maintain liaison with Divisions and Local Chapters.

**B. Commission on Professional Concerns:** The Commission on Professional Concerns shall have the responsibility to oversee the professional activities of the Association, including the professional activities of divisions, the awards programs and publications. It shall, also maintain liaison with professional organizations and make recommendations to the Board relative to standards and accreditations, and research and training, and perform other related functions assigned to it by the Board to be President.

**C. Commission on Program and Activities:** The Commission on Program and Activities shall be chaired by the President-Elect of the Association. It will have overall responsibility for the State Conference, program development, program evaluation, fiscal planning, and special projects. It shall perform such other related functions as assigned by the Board or the President.

**D. Commission on Governmental Affairs:** The Commission on Governmental Affairs shall have the responsibility for recommending rehabilitation policy as relates to state-federal legislation, liaison with state and federal executive branches, legislative information services to members, analysis of legislative proposals, implementation of policy, and liaison with other organizations. It shall perform such other functions as are assigned by the President or the Board.

**E. Commission on Consumer Rights and Access:** The Commission on Consumer Rights and access shall have overall responsibility for overseeing the Association's activities in the area of consumer relationships and environmental concerns, liaison with consumers, civil rights of persons with disabilities, accessibility of programs, public facilities, housing and transportation, minority relationships and special populations. It shall perform such other functions as are assigned by the President or the Board.

**F. Commission on Membership Services:** The Commission on Membership Services shall have the responsibility of organizing and conducting a membership campaign, making recommendations to the Board relative to services to individual members, including insurance programs, carrying on studies relative to how well the Association's program is serving the interest of individual members. It shall perform such other functions as are assigned by the President or the Board.

**SECTION 3. COMPOSITION OF COMMISSIONS:** All Commission appointments shall be for one year, but individuals will be eligible for reappointment. Each member of the Board of Directors will be offered membership on one Commission. No Commission shall contain more than two (2) Board members. The minimum number of members on each Commission shall be five (5).

**SECTION 4. OPERATIONS OF COMMISSIONS:** Each Commission will have a chairperson appointed by the President and approved by the Board. Each Commission will determine its own organization.

**SECTION 5. MEETING OF COMMISSIONS:** Each Commission shall meet at the time of the annual meeting of the Association and may meet at other times upon the call of the Chairperson.

## **ARTICLE XV - DELEGATE ASSEMBLY**

### **SECTION 1. MEMBERS OF THE DELEGATE ASSEMBLY:**

Each member who is in attendance at the delegate assembly and a member in good standing (based on the most recent NRA membership report) shall be a voting delegate at the delegate assembly.

### **SECTION 2. CERTIFICATION OF DELEGATES:**

The immediate Past-President shall verify certification of delegates prior to delegate assembly.

### **SECTION 3. MEETINGS OF THE DELEGATE ASSEMBLY:**

**A.** The Delegate Assembly shall meet no less than once a year.

**B.** When special meetings are called by the President, each delegate certified to the Immediate Past-President at the last annual meeting of the Assembly shall be notified by mail of such special meetings not less than 30 days prior to the date of proposed meeting. Such information shall contain information concerning time and place of the meeting and shall set forth specific items on which action by the Assembly is sought.

### **SECTION 4. QUORUM:**

A majority of the membership of the Delegate Assembly shall constitute a quorum for transacting business.

## **ARTICLE XVI - MISCELLANEOUS**

### **SECTION 1. CONFERENCE REGISTRATION:**

No person shall be allowed to attend any meeting of the Chapter or any meeting of a Local Chapter or any meeting of any Commission of the Chapter or any meeting of a Division of the Chapter held in connection with the annual meeting of the Chapter who is not able to show evidence of conference registration as determined by the Board of

Directors for the year then current. No person shall be certified as a delegate to the assembly who is not able to show evidence that he/she is a current member of the Association and has paid the conference registration fee as determined by the Board of Directors for the year then current.

## **ARTICLE XVII - CONFLICTING BY-LAWS**

Any portion of these By-Laws in conflict with National By-Laws shall be considered invalid and inoperative.

## **ARTICLE XVIII - AMENDMENTS**

### **SECTION 1. METHOD OF AMENDING:**

These By-Laws may be amended at any regular meeting of the Board of Directors at which a quorum is present by a two-thirds (2/3) vote of the members present, or two-thirds (2/3) of the Board polled by mail, provided that:

- A.** The intent to amend the By-Laws has been contained in the notice of the meeting.
- B.** The proposed amendment has been submitted to the Board of Directors for consideration and recommendation.