

Bylaws of the Oregon Speech–Language and Hearing Association

(Approved October 2016)

Article I–Name

This organization shall be known as the Oregon Speech–Language and Hearing Association (OSHA), hereinafter referred to as the Association.

Article II–Purposes

The purposes of the Association shall include, but not be limited to, the following:

- A. Promote the study of human communication, consistent with the scope of practice outlined by the American Speech-Language-Hearing Association (ASHA), and increase interest in the investigation, prevention, and treatment of communication and swallowing disorders.
- B. Support the individual and collective professional interests of the Association’s members.
- C. Advocate for the rights of individuals with communication disorders.
- D. Facilitate the exchange of information among members of the association to improve clinical services by enhancing and maintaining the highest level of knowledge and skills.
- E. Foster the adoption and practice of ethical principles in the professions involved with communication disorders.

Article III: Non-Discrimination

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

Article IV–Membership

Section 1. Categories of Membership

The categories of membership in the Association shall be Regular Member, Subscriber, SLP-A, Student, and Life Member. Members and Life Members shall comprise the voting body of the Association. The right to hold office and to vote shall be limited to voting members, except that the Student Representative and the SLPA representative on the Board of Directors shall be voting members of the Board.

Section 2. Eligibility for Membership

- A. The minimum academic requirement for voting membership shall be 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. This requirement may be waived in special instances by recommendation of the Membership Committee and a two–thirds majority vote by the Board of Directors.

- B. Members must agree to abide by the Code of Ethics established by the American Speech-Language-Hearing Association.
- C. Any member who has held membership in the Association for 10 continuous years and attained the age of 62 shall be eligible for Life Membership with all privileges of membership. Annual dues for life members shall be less than dues for regular members, and shall be set as such by the Board of Directors.

Section 3. Application for Membership

- A. Candidates for membership shall submit their applications to the Chair of the Membership Committee or their designee.
- B. Any applicant rejected for membership may appeal to the Board of Directors for review of his or her application. Such appeal must be initiated within 90 days after notification of rejection. Decision on the appeal will be made by the Board of Directors after consultation with the Membership Committee.

Section 4. Termination of Membership

- A. Any member who violates the Code of Ethics of the Association may be dropped from membership by a three-fourths vote of the Board of Directors.
- B. Persons who have thus been dropped may, upon recommendation of the Ethical Practices Committee, be reinstated after one year by a two-thirds vote of the Board of Directors.

Section 5. Student Membership

- A. A student member must be a registered full-time student in a program in speech-language pathology, audiology, education of the deaf and hard of hearing, or an SLPA program. Part time students will be accepted for student membership if they are not employed in the professions of speech-language pathology, audiology, education of the deaf and hard of hearing, or as an SLPA while attending school. Student members may not vote except for the Student Representative to the Association Board. Student members shall receive reduced convention rates.
- B. Student members shall pay annual dues which will be less than regular membership dues. Dues for student members shall be determined by the Board of Directors.

Section 6. Subscriber Membership

- A. A subscriber may be any person or group interested in the Association and its goals and purposes. Subscriber members may not vote.
- B. Subscribers shall pay an annual subscription fee, the amount of which shall be determined by the Board of Directors.
- C. Persons who do not meet the requirements for any other category of membership, but who wish to be included in the mailings and announcements of the Association, may be eligible for subscriber status.

Section 7. Speech-Language Pathology Assistant (SLPA) Membership

- A. The minimum academic requirement for SLPA membership shall be the completion of post-

secondary training program that meets the requirements for Oregon licensure as established by the Oregon Board of Examiners for Speech-Language Pathology & Audiology. This requirement may be waived in special instances if the individual was grandfathered by the Oregon Board of Examiners for Speech-Language Pathology & Audiology as a qualified SLPA or by a recommendation of the Membership Committee and a two-thirds majority vote by the Board of Directors.

- B. SLPA Members must agree to abide by the Scope of Practice and Ethical standards noted under Hearing and Speech Professionals and Speech-Language Pathology Assistants found within the relevant chapters of the Oregon Revised Statutes (ORS) and the Oregon Administrative Rules (OAR).

Article V–Governance

Section 1. Board of Directors

- A. The governing body of this Association shall be the Board of Directors, composed of thirteen to twenty-one voting positions: The Officers of the Association (the Executive Committee), four regional representatives, up to eight professional affiliation representatives, and representatives from University speech and hearing sciences programs in Oregon as outlined in subsections E and F below.
- B. Officers of the Association (the Executive Committee) shall include the President, President-Elect, Immediate Past President, Vice-President for Scientific and Educational Affairs, Vice President for Finance, Vice-President for Governmental Affairs, and Secretary.
- C. One regional representative shall be elected by the executive committee from each of four geographical areas of the state.
- D. One Professional Affiliation representative shall be elected by the Executive Committee from each of the following seven groups: Audiologists, School-Based Speech–Language Pathologists, Clinic–Based Speech–Language Pathologists, Early Intervention/Early Child Special Education, Medically-Based Speech-Language Pathologists, Speech–Language Pathology Assistants, and Educators of the Deaf and Hard of Hearing.
- E. One Higher Education representative from each university within the state of Oregon with a speech and hearing sciences program shall be elected or appointed by the current faculty members of that university. All currently-serving Higher-Education representatives shall collectively share one vote on the Board of Directors.
- F. At least one student representative from each university within the state of Oregon, or from a distance learning program operating within the state, with a speech and hearing sciences program who has been accepted into a professional or terminal degree program shall be elected or appointed by current student members of the Association and/or university faculty. All currently-serving student representatives shall collectively share one vote on the Board of Directors.
- G. Terms of office for the Secretary, Vice-President for Finance, Regional Representatives, Professional Affiliation Representatives, and University representatives shall be for two years and shall be limited to three consecutive terms. Terms of office for the President-Elect, President and Immediate Past President shall be for one year (a three year sequence). Terms of office for the Vice-President for Scientific and Educational Affairs and Vice-President for Governmental Affairs shall be for three years. The term of Office for Student Representatives shall be for one year with option to renew.

- H. To assure continuity of the Board of Directors, the following two-year term positions shall be elected or appointed during even-numbered years (e.g., 2016, 2018, etc.): Region 2 Representative, Region 4 Representative, Clinic-Based Speech-Language Pathology Representative, Early Intervention/Early Childhood Special Education Representative, Higher Education Faculty Representative(s), Educators of the Deaf and Hard of Hearing Representative, and Secretary. The following positions shall be elected or appointed during odd-numbered years (e.g., 2017, 2019, etc): Region 1 Representative, Region 3 Representative, Audiology Representative, School-Based Speech-Language Pathology Representative, Medically-Based Speech-Language Pathology Representative, Speech-Language Pathology Assistant Representative, and Vice-President for Finance. The Vice-President for Governmental Affairs shall be elected in 2016 and every three years thereafter. The Vice-President for Scientific and Educational Affairs shall be elected in 2017 and every three years thereafter.
- I. All members of the Board of Directors shall be Members or Life Members of the Association, except for the Student Representative, who shall be a Student Member of the Association, and the SLPA Representative, who shall be an SLPA Member of the Association.
- J. The President-Elect of the Association must have had prior experience serving on the Board of Directors, serving on the Executive Committee, as a committee chair, as an affiliate, and/or as an ASHA Liaison for at least three years.
- K. The Vice-President for Scientific and Educational Affairs must have a broad based understanding of the field of speech-language pathology and audiology and current best practices. A Ph.D. is preferred but not required.
- L. No member of the Board of Directors shall be personally liable to this Association or to any member of this Association for breach of any duties performed on behalf of the Association or its members providing however, that this provision does not relieve a Board Member of liability based upon acts not performed in good faith or acts which involve a knowing violation of law, or if such act or acts result in receipt by the Board Member of an improper personal benefit.

Section 2. Executive Committee

- A. The Executive Committee of the Association shall consist of the elected officers of the Association as defined in Article V, Section 1, Subsection B.
- B. The President of the Association shall serve as Chair of the Executive Committee.

Section 3. Responsibilities

- A. The duties of the Board of Directors shall be:
1. To establish policies and procedures and to implement the bylaws of the Oregon Speech Language and Hearing Association, and to serve as liaisons to the various affiliate representatives, committee chairs, committee members, and to any task forces or ad hoc committees.
 2. To formulate policies in furtherance of the purposes of the Association, in consultation with affiliate representative and committee chairs.
 3. To coordinate the activities of the Association.
 4. To oversee and evaluate the performance of those with whom the Association contracts for services, including administrative, accounting and lobbying services.
 5. To approve the Association's annual budget.

6. To approve arrangements for locations, dates and accommodations of meetings of the Association.
7. To set registration fees for membership, conferences, meetings, and other Association functions.

Section 4. Vacancies

- A. In the event of a vacancy in the office of President, the President-Elect shall automatically become President for the remainder of that term and the term for which elected.
- B. In the event of a vacancy in the office of President-Elect, the Board of Directors shall appoint a Member of the Association to serve out the remainder of the President-Elect's term. At the next fall business meeting, a new President and President-Elect shall be elected as separate offices.
- C. In the event of a vacancy in the office of Immediate Past President, the last former President willing to serve shall complete the unexpired portion of the term.
- D. In the event of a vacancy in the office of a Vice-President, or of a Professional Affiliation Representative, the Board of Directors shall appoint a Member of the Association to serve for the unexpired portion of the term of that Director.

Article VI—Election of Officers

Section 1. Slate of Officers

- A. The Nominations Committee (chaired by the Immediate Past President) shall prepare a slate of officers.
- B. The proposed slate shall be announced to the membership via Association newsletter, Association website, and/or general mailing in advance of the Association's fall business meeting.

Section 2. Additional Nominations

- A. Members may submit the names of additional nominees to the Chair of the Nominations Committee in advance of the fall business meeting.
- B. If no additional nominations are received, the slate of officers shall be elected by a simple majority of those voting at the fall business meeting.

Article VII—Dues

Section 1. Amount of Dues

- A. The Association shall be supported by dues assessed the membership annually.
- B. Any change in annual dues for the voting membership shall be approved by a majority of the Association Board of Directors. Announcement of such a proposed vote shall be made to the membership via the Association newsletter, Association website, and/or general mailing 30 days prior to any change to obtain general membership feedback.

Section 2. Payment of Dues

- A. Membership dues shall be payable annually by a date determined by the Association Board of

Directors.

Article VIII–Meetings

Section 1. Frequency of Meetings

- A. There shall be a minimum of one Association business meeting per year, to be held in conjunction with the Association’s annual conference. Registration fees shall be determined by the Board of Directors.
- B. Special meetings or conferences may be called by the Board of Directors or by agreement of the Association membership in official session. All members shall be notified at least four weeks in advance of such meetings.

Section 2. Meetings of the Board of Directors

- A. Meetings of the Association Board of Directors shall be called at the discretion of the Association President, and frequently enough to accomplish the business of the Association.
- B. Minutes of the meetings of the Board of Directors together with the minutes of the Association business meetings shall constitute the official record of the Association.
- C. A majority of the voting members of the Board of Directors shall constitute a quorum.
- D. Directors may be present at meetings of the Board of Directors via conference call or by other electronic means that allows for real-time interaction.

Article IX–Committees

Section 1. Standing Committees

- A. Standing Committees of the Association shall be:
 - 1. Budget
 - 2. Legislative
 - 3. Conference
- B. All standing committee chairpersons shall be Regular Members or Life Members of the Association. This requirement may be waived by a majority vote of the Board of Directors.

Section 2. Other Committees

- A. The President of the Association may, at his or her discretion, convene such committees as are deemed necessary to carry out the business of the Association.
- B. Committee Chairpersons shall be Regular Members, Life Members, SLPA Members, or Student Members in good standing of the Association. This requirement may be waived by a majority vote of the Board of the Directors.

Article X–Powers of the Membership

Although the Board is the duly constituted body charged with making policy and conducting business, the membership shall reserve the power to direct or limit Board action through processes of initiative and referendum.

Section 1. Initiative

- A. Any voting member may initiate the consideration of any item of business by the membership by presenting a motion from the floor at any business meeting of that body or by presenting a resolution in writing to the President at least two weeks in advance of any Association business meeting. The consideration of such a resolution shall be subject to accepted rules of parliamentary procedure.
- B. Any two voting members of the Association may initiate the consideration of any item of business by the Board by presenting a resolution in writing to the President at least two weeks prior to the meeting of that body. Any such resolution must appear on the agenda of the next meeting of the Board.

Section 2. Referendum

- A. Voting members may request the reconsideration of any action taken by the Board or the membership through the presentation in writing to the President of the resolution to reconsider, provided that the resolution is signed by twenty-five or more voting members of the Association. Any referendum must appear on the agenda of the next Association business meeting.

Article XI–Dissolution

In the event of the dissolution of the Association, all of its assets shall accrue to a tax–exempt charitable organization to be designated by the Board of Directors at the time of dissolution.

Article XII–Amendments

Section 1. Review of Bylaws

- A. Review of these Bylaws shall be accomplished by a Bylaws Committee, convened periodically by the President of the Association.
- B. The Bylaws Committee shall review the current Bylaws and present any proposed amendments to the Board of Directors for approval as a draft that will be submitted to the membership.

Section 2. Proposals for Amendments

- A. Proposals for amendments shall be submitted to the Bylaws Committee for formulation.
- B. Proposals for amendments must be approved by the Board of Directors before the proposed amendments are submitted to the membership.

Section 3. Approval of Amendments

- A. These Bylaws may be amended by a two–thirds vote of voting members responding during a general membership meeting, a web-based voting system, or general mailing ballot.
- B. A draft version of the amended Bylaws shall be provided to the voting membership at least 30 days prior to the intended vote on the proposed changes to the Bylaws.
- C. Members shall be notified of the proposed changes and shall be provided access to a draft version via the Association’s newsletter.

- D. The draft version shall be listed on the Association's website.
- E. Voting members may request a paper copy of the draft version from the Association office.