

**NEVADA SPEECH-LANGUAGE-HEARING ASSOCIATION, INC. (NSHA)**  
**BYLAWS**

**(Revised October 2000)**

**(Revised June 2008)**

**(Revised October 2009)**

**(Revised June 2012)**

**(Revised May 2016)**

**ARTICLE I -- NAME**

1.1. The name of this organization shall be *The Nevada Speech-Language-Hearing Association, Inc. (NSHA)*, hereinafter called the Association.

**ARTICLE II – PURPOSES**

2.1. The purposes of this Association shall be:

- (1) To encourage basic scientific study of the processes of individual human communication with special reference to speech, language and hearing;
- (2) To promote 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;
- (3) To promote investigation and prevention of disorders of human communication;
- (4) To foster improvement of clinical services and procedures concerning such disorders;
- (5) To stimulate exchange of information among persons and organizations thus engaged, and to disseminate such information;
- (6) To advocate the rights and interest of persons with communication disorders, and
- (7) To promote the individual and collective professional interest of the members of the Association.

**ARTICLE III – MEMBERSHIP**

3.1 Categories and Eligibility

The membership categories of the Association shall consist of *Active, Associate, Life and Student*.

3.1.a. *Active* members must hold (1) a doctorate or (2) a masters’s degree with major emphasis in speech-language pathology, audiology, or speech, language or hearing science; or (3) a master’s degree and present evidence of active research, interest, and performance in the field of human communication, and must reside in or be employed in Nevada. Active members shall have all the privileges of the Association.

3.1.b. *Associate* members shall be any interested persons holding a Bachelor’s degree or its equivalent in speech-language pathology, audiology, or speech-hearing sciences; persons not residing or employed in Nevada; or any interested persons who subscribe to the purposes and bylaws and other rules of this Association. Associate members shall have all privileges, except voting and holding office.

3.1.c. *Life* members shall be persons meeting the qualifications for active membership who have attained the age of sixty-five (65) and 10 consecutive years of membership or have been a member for a total of 15

years (not consecutive) and age 65. Life members have all privileges of the Association, without payment of annual dues, but with a onetime Life Membership fee, as determined by the Board of Directors.

3.1.d. *Student* members shall be enrolled in an undergraduate or graduate program with major emphasis in Speech Pathology, Audiology, Speech and Hearing Science, Education of Hearing Impaired, or Communication Disorders Program in an accredited program. Student members shall have all privileges of the Association except voting and holding office.

3.1.e. *Corporate Contributing* members shall include businesses, organizations, corporations, etc. wishing to support the work of the association through corporate contributions. The amount required for corporate contribution membership shall be determined by the Board. In addition to reduced advertising and convention vending fees, Corporate Contributing members shall have all privileges of the Association except voting and holding office.

### 3.2. Nondiscrimination Policy

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

### 3.3. Application for Membership

Applicants for membership shall submit a written application with evidence meeting the requirements as set forth in section 3.1 above. Applications shall be submitted to the Association Treasurer, accompanied by the appropriate fees. Membership shall become effective when the applicant is notified in writing.

### 3.4. Privileges of Membership

All members shall be privileged to attend and participate in all meetings of the Association, and to receive publications issued by the Association.

### 3.5. Termination of Membership

3.5.a. Members who violate the Bylaws or Code of Ethics may, upon recommendation of the Board of Directors, be dropped from membership by a majority vote of the Board.

3.5.b. Membership is terminated when dues are in arrears for more than 60 days from July 1<sup>st</sup>.

3.5.c. Members may be reinstated to membership by application to the Association and payment of current year's dues and any reinstatement fee as determined by the Board.

## **ARTICLE IV – DUES**

4.1. Annual dues for members shall be determined by the Board of Directors. The amount of dues for Student members shall be less than for Active and Associate members. The amount of dues for Corporate Contributing members shall be determined by the Board. Membership dues cover the period from July 1 to June 30 and are due July 1 for each such year.

## **ARTICLE V – BOARD OF DIRECTORS AND ELECTED STATE OFFICERS**

5.1. The Board of Directors shall consist of all of the elected officers of the Association. The elected officers shall consist of the President, President-Elect, Vice President, Secretary and Treasurer.

5.1.a Non-voting, Ancillary Board Members of the Board shall include the SEAL, STAR and/or SMAC, Advisory Councilor(s) for Audiology and Speech Pathology.

### 5.2. Duties of the Board of Directors

5.2.a. The Board of Directors shall be responsible for administering the affairs of the Association. It shall:

1. Request and receive reports from Officers and Committees

2. Create and disband special committees
3. Supervise all financial affairs and authorize expenditures of the funds of the Association.
4. Determine and notify the members of the amount of annual dues and other fees as may be appropriate and desirable
5. Elect from its membership a President Pro-tem to serve until the next election of the Association in the event that the Offices of President and Vice President/President-Elect are vacated simultaneously
6. Formulate and recommend to the Association such policies and practices as will best serve and advance the purposes of the Association.

### 5.3. Board Meetings

5.3.a. The Board shall meet at least two times annually and additionally as necessary.

5.3.b. A quorum of the Board shall consist of three Directors and actions of the Board unless otherwise specified in these bylaws shall be taken upon a majority vote of the Directors present.

5.3.c. Board meetings shall be open to attendance by all NSHA members. Members can obtain information concerning scheduled board meetings by contacting the Secretary.

5.3.d. The latest edition of Robert's Rules of Order will govern meetings. NSHA will purchase the latest edition of Robert's Rules of Order.

### 5.4. Duties of Elected Officers

5.4.a. The President shall:

1. Preside at all business meetings of the Association
2. Convene and preside over the meetings of the Board of Directors
3. Appoint Chairs and members of Committees as specified in Article VII
4. Appoint members to fill vacated offices, subject to ratification by majority of the Board of Directors present
5. Represent and promote the interests of the association
6. Be a second signer on checks along with Treasurer

5.4.b. The President-Elect shall:

1. Succeed to the Presidency after the President's term of office
2. Perform the duties of the President in the President's absence
3. Succeed to the office of the President when a vacancy occurs to complete the unexpired term of the predecessor and to serve the succeeding Presidential term also
4. Serve as Chairperson of the Nominating Committee
5. Serve as a member of the Convention Committee
6. Perform the duties of the Vice President in the Vice President's absence

5.4.c. The First Vice President shall:

1. Perform the duties of President-Elect in the President-Elect's absence
2. Succeed the office of President-Elect when a vacancy occurs
3. Chair the Convention Committee
4. Be a second signer on checks in absence of the president
5. Attend all business meetings of the Association.

5.4.c. The Second Vice President / Membership Chair shall:

1. Co-Chair the Convention Committee
2. Keep an updated list of paid members
3. Contact members regarding renewal/reminders
4. Member recognition

5. Head recruiting/membership drives
6. Complete membership correspondence (eg. Due dates; registration instructions, etc)
7. Attend all business meetings of the Association.

5.4.d. The Secretary shall

1. Record and file the minutes of the business meetings of the Association and the Board of Directors
2. Disseminate meeting minutes to board members within two weeks of the meeting date.
3. Disseminate necessary information to the membership
4. Conduct and keep a record of the official correspondence of the Association
5. Notify the membership of meetings of the Association and election results

5.4.e. The Treasurer

1. Collect dues and other monies payable to the Association, issue receipts, sign checks and drafts for disbursements of the Association's funds, and maintain a complete record of the Association's financial accounts
2. Receive approval from majority of the Board of Directors present for all contracts and for all financial matters exceeding \$250.00
3. Submit a statement of the Association's financial accounts at each business meeting of the Association and at such other times as the Board of Directors may require
4. Maintain financial records as required by the Internal Revenue Service for maintaining tax-exempt status, and file necessary reports and/or tax returns
5. Comply with all corporate filing requirements of the Nevada Secretary of State
6. Close all financial records at the end of the fiscal year (June 30th)
7. Draft an annual budget of the association to be voted on by the Board of Directors prior to the beginning of each fiscal year (July 1<sup>st</sup>)
8. Provide monthly or as needed review and OK of invoices and requests for payments for services rendered to the NV/NSHA Coalition.

5.5 Geographical Representation of Board of Directors and Elected Officers

5.5.a. Northern and Southern Divisions of Nevada

The northern counties are: Carson City, Churchill, Douglas, Elko, Eureka, Humboldt, Lander, Lyon, Mineral, Pershing, Storey, Washoe and White Pine. The southern counties are Clark, Esmeralda, Lincoln and Nye.

5.5.b. Representation from Both Divisions

In order to ensure representation from both northern and southern areas of the state, Directors/ Officers shall be elected from the eligible members residing or employed in the northern and southern areas, as stated below. If a member resides in one area but is employed in the other, that person must file his intention to represent one or the other area with the secretary prior to the commencement of any vote for office. The election is irrevocable so long as the geographic areas of residence and employment remain unchanged.

5.5.c. Alternating Officer Representation

1. The President-Elect shall assume the office of President upon the completion of the term of office of the preceding President. The President shall be from alternating geographic areas each term.
2. Whenever possible, the Vice President, Secretary and Treasurer shall be from the same geographical area as the President and shall alternate at election year. If, however, nominees were unavailable, the geographical area may alternate.
3. Whenever possible, the President -Elect shall be from the opposite geographical area as the President and shall alternate at the election year. If, however, nominees were unavailable, the geographical area may alternate.

4. The President may appoint someone from any geographical area if a nominee is not available to fill one of the aforementioned positions.

#### 5.6 Qualifications

5.6.a. All members in good standing, as specified in Article III, Section 1, shall be eligible to hold any office except that of President or Vice-President/President-Elect.

5.6.b. The President and President-Elect shall have completed one year of membership in the Association.

5.6.c. A member shall not hold two offices of the Association concurrently.

#### 5.7. Terms of Office

5.7.a. All terms of office shall be two years. Terms of office commence July 1 of every election year.

5.7.b. A director or officer may be removed from office before expiration of a term of office, for cause, by unanimous vote of the directors other than the affected party. "Cause" shall be as defined in the Articles of Incorporation, as amended.

### **ARTICLE VI – ELECTIONS**

6.1. Officers of the Association shall be elected by mail or online ballot at least two months (60 days) prior to the beginning of their term of office.

6.2. The Chairperson of the Nominating Committee, the President-Elect or Vice President in the absence of the President-Elect shall prepare and distribute to the membership ballots specifying the offices for which elections are being held, and listing the nominees for each office. Election will be by majority vote of ballots returned to the President-Elect or Vice President within 21 days of the distribution. In the event of a tie vote, a second ballot will be distributed with the names of the two candidates receiving the most votes.

### **ARTICLE VII – COMMITTEES**

7.1. Standing Committees will conduct such business matters of the Association as delegated to them by the President. Committees are responsible to the President; their activities are subject to review by the Board of Directors.

#### 7.1.a. Nominating Committee

The Nominating Committee shall consist of the President-Elect as Chair, and two association members appointed by the Chair. Nominations may be submitted to this committee by any member. The committee shall nominate one or more members for each office for which an election is to be held. Nominations shall be submitted to the membership at least two months (60 days) prior to the beginning of their term of office. A brief biographical sketch of each candidate shall accompany the ballot.

#### 7.1.b. Convention Committee

The Convention Committee shall consist of the Vice President, who shall chair the committee. Other members shall include the President-Elect and other members as appointed by the Chair. The Convention Committee shall have general responsibility for the professional program of the annual convention and for such other convention matters as may be assigned to it. It shall prepare a program of the convention and distribute it to the membership prior to the convention. Dates, location and convention budget must be approved by the Board of Directors.

7.1c NV/NSHA Coalition to Address Personnel Shortages in Special Education and Related Services; The NV/NSHA shall serve as a sub-committee of the Association. The two (2) Co-chairs are members of

the Association and work directly with the Association, Nevada Department of Education (NVDOE) and other agencies to fulfill the Goal and Mission of the Coalition.

#### 7.1d ASHA Approved CE Administrator

The CEU Administrator shall consist of one person who is in charge of interacting with the various agencies in which NSHA obtains continuing education hours and credits. They shall submit all applications with appropriate fees and maintain all CEU records. When a change in personnel involves replacement of the ASHA CE Administrator (i.e., the person charged with overseeing the ASHA Approved CE Providership), the Provider must notify ASHA's Continuing Education Board (CEB) in writing. The new CEA's term does not become effective until the CEB approves the request and the individual completes an orientation. The ASHA CEB does charge for additional ASHA Approved CE Administrator. NSHA's CEU provider approval was based on an agreement to meet and maintain the CE Provider Approval Requirements developed by the ASHA CE Board. It is the responsibility as the CE Administrator to meet these required practices and follow the policies and procedures that are described in the ASHA CEB Manual this includes the new requirement as of 7/1/2012 concerning transparency in course planning, delivery and marketing.

7.2. Ad Hoc, Task Force, and Special Committees are those committees assigned to carry out specific tasks of the Organization and cease to exist upon the completion of the specified tasks.

7.2.a. Any Ad Hoc, Tasks Force or Special Committee may be established by the President with the approval of a majority of the Board of Directors.

7.2.b. Ad Hoc, Tasks Force and Special Committee shall be coordinated by the President or any board of Director and report to the Board at regular intervals.

### **ARTICLE VIII—MEETINGS AND CONVENTIONS**

8.1. The Association shall hold a convention annually at a time to be decided by the Convention Committee. The regular business meeting of the Association will be held in conjunction with the annual convention. The location will alternate every two years between the Northern and Southern regions as defined in Article V, Section 5 so as to correspond with the term and region of the President. Regular business meetings shall alternate in the same manner. Additional business meetings and other activities may be held at the discretion of the Board of Directors.

8.2. In case of emergency, the Board of Directors, by a majority vote, shall be empowered to postpone the regular business meeting. In such case, the Board of Directors shall transact all business that would ordinarily be brought before the meeting.

### **ARTICLE IX—PUBLICATIONS**

9.1 The State Association newsletter (NSHA News) previously distributed twice annually will cease to be published and distributed by mail. The Board of Directors may authorize the issuance of such other publications as desirable or necessary to serve the needs of the Association. Whenever possible, publications will be electronically distributed to members of the Association via the Association website.

9.2 The State Membership Directory will no longer be published via printed or by electronic means. Board members, Committee Chairs, NSHA Liaisons to ASHA organizations may request labels, lists, or other database materials regarding membership at any time.

9.3 The Association will sell one printed set of addresses of its current members in mailing label format only and

sent through the mail. (no phone or email) The Association will sell labels to individuals, profit and non-profit organizations, making allowances for members who indicate on their membership application form that they do not want their names to appear on such lists. These names must be removed before the labels are sold. (See the policies and procedures manual for fees.)

#### **ARTICLE X—CODE OF ETHICS**

10. 1. The Association shall adopt the American Speech-Language-Hearing Association (ASHA) Code of Ethics defining standards of professional conduct for its members. The title for the Code of Ethics shall be Nevada Speech-Language-Hearing Association Code of Ethics. Alleged violations will be investigated by an Ad Hoc Committee, Article VII, Section 2.

#### **ARTICLE XI—HONORS OF THE ASSOCIATION**

11.1. The Honors of the Association may be presented to individual(s) by a majority of the Board of Directors. These honors shall be conferred in recognition of distinguished contributions to the Association or to the field of speech-language pathology, or speech and hearing science, and are the highest honors of the Association.

11.1.a. Distinguished Service Award

The Distinguished Service Award recognizes outstanding service by one and/or two NSHA members to the Association, or to the speech-language and/or hearing profession. Nominations will be accepted from the Association members.

11.1.b. Louis M. DiCarlo Clinical Achievement Award from the American Speech-Language-Hearing Foundation (ASHF)

The Association recognizes the distinguished contributions to the field of Speech, Language and Hearing. Each year this Association shall nominate one individual from within the state to receive the annual ASHF [Psi Iota Xi] Clinical Achievement Award. This award recognizes demonstrated contributions to the advancement of knowledge in clinical practices in Speech-Language Pathology and Audiology within the past two or three years. The Louis M. DiCarlo Award for Outstanding Clinical Achievement will be chose from among the State’s Clinical Achievement Award winners. The Board of Directors will nominate one or two candidates each year who fulfill the ASHF guidelines.

11.1.c. Frank R. Kleffner Clinical Career Award

The American Speech-Language-Hearing Foundation requests nominations each year for the Frank R. Kleffner Clinical Career Award. This award is to be made to an individual in recognition of outstanding contributions to clinical science and disorders over a twenty-year period or longer. Nominations will be accepted from the Association members by March 1.

11.1.d. Roland J. Van Hattum Award

This award by ASHF is presented to an individual in recognition of exemplary commitment and contribution to the delivery of audiology and/or speech-language pathology services in a school setting. Nominations will be accepted from the Association members according to ASHF guidelines and time lines.

11.1.e President’s Award

This is award is presented by the President of the Association. This award is designed to give special recognition to an individual (e.g. executive board member, committee chair, or member of the association) who has provided exemplary service to the association or to the fields of Speech-Language Therapy, Audiology, Deaf Education or Speech and Hearing Sciences.

## **ARTICLE XII—AMENDMENTS**

12.1. Amendments to these by laws may be initiated by the Board of Directors or by a written proposal, signed by at least ten members and submitted to the Board. In either case, in order for the amendment(s) to be approved, the Board must vote to submit the proposed amendment(s) to the members for approval and recommend that the amendment(s) be approved.

12.2. The proposed amendment(s) to the bylaws shall then be submitted by the Board to the membership for approval. Upon a favorable vote of a majority of members, either: (1) at a meeting of the members; or (2) by a mail or online ballot, counting votes received by the Board's designee within twenty-one days of the distribution of ballots by the Board to voting members, the amendments shall be effective.

## **ARTICLE XIII—STANDING RULES**

13.1. The State Convention registration fee will be waived, in lieu of an honorarium, travel costs and per diem, for members of NSHA who are invited speakers at the State Convention, if said presenters reside in excess of seventy-five miles from the Convention site.

13.2. A portion of the annual dues will be used to cover travel expenses and per diem for a NSHA representative to attend the SEAL (State Education Advocacy Leader) meetings.

13.3. Members of the Board of Directors shall be reimbursed for travel and per diem costs according to the current state rate for attending Board of Directors meetings. The member shall reside more than 75 miles from the location of the Board meeting to meet the reimbursements guidelines.

13.4. The President of the Association shall receive travel and per diem expenses to attend the biannual Council of State Association Presidents (CSAP) meetings. In the absence of the President, a designee by the President shall attend and the same reimbursements apply.

13.5. The representative(s) to the Legislative Council meetings and the SEAL representative shall submit a written summary of their activities to the members of the Association. This summary shall be published in the NSHA newsletter and/or on the NSHA website.

13.6 All members of the Board of Directors, the representative to the SEAL, STAR, and/or SMAC shall be an active member in good standing with the Association.

13.7 Travel expenses and per diem in the amount of \$1000 will be paid to the President or designee per trip for attendance at the Council of State Association Presidents (CSAP) meetings. Travel expenses and per diem in the amount of \$1000 will also be paid to the SEAL or designee per trip for attendance at State Education Advocacy Liaison (SEAL) meetings. Reimbursements for any amount over \$1000 per trip must be preapproved by the Board. Reimbursements will be made after travel has been completed and within sixty (60) days of original receipts submitted to the Treasurer. Please refer the Policy and Procedure manual for more information on this topic.

13.8 The SEAL, STAR, and/or SMAC will be appointed by the President of the Association.

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