

BYLAWS OF RESNA

Effective March 12, 1998

I. NAME, PURPOSES, OBJECTIVES

1. The name of the organization shall be the Rehabilitation Engineering and Assistive Technology Society of North America. The organization will be known as RESNA in all official publications.
2. The purpose of RESNA shall be to contribute to the public welfare through scientific, literary, professional and educational activities by supporting the development, dissemination, and utilization of knowledge and practice of rehabilitation and assistive technology in order to achieve the highest quality of life for all citizens.
3. To achieve this purpose, the objectives of RESNA shall be:
 - 3.1 To provide consultation and coordination concerning matters of interest to the membership of RESNA.
 - 3.2 To foster liaison between the disciplines involved in the field of rehabilitation and assistive technology, and to relate developments in others areas of science, technology, and service delivery.
 - 3.3 To promote training and developments of pertinent professional manpower.
 - 3.4 To serve as a forum for the development of standards, terminology, and guidelines.
 - 3.5 To plan and conduct scientific, technical, and educational meetings and programs, one of which, each calendar year, shall be called the Annual Conference. The Annual Conference may be held in conjunction with other related organizations; however, RESNA will retain full control of financial and program management of the RESNA Conference. The Annual Business Meeting shall be held at the Annual Conference.
 - 3.6 To publish and disseminate information.
 - 3.7 To stimulate and encourage relevant research.
 - 3.8 To establish and maintain programs of professional certification, educational evaluation and approval, and accreditation of clinical facilities in assistive and rehabilitation technology.
 - 3.9 To conduct such other activities as are necessary for the fulfillment of these objectives.

II. MEMBERSHIP

1. Categories of membership
 - a. Member
 - b. Fellow
 - c. Sustaining
 - d. Student
 - e. Senior
 - f. Corporate or Institutional
 - g. Such other categories as the Board of Directors may designate.
2. **Member**—any person with a demonstrated interest in rehabilitation and assistive technology shall be eligible for membership in RESNA.
3. **Fellow**—May be conferred by the Board of Directors on those members of RESNA with national or international recognition in rehabilitation and assistive technology. Honorary fellowship may be conferred on those individuals, not members of RESNA, who have contributed to the accomplishments of the objectives of RESNA, or who have performed special services for RESNA.
4. **Student**—any person pursuing a course of study in fields associated with rehabilitation and assistive technology shall be eligible for student

membership. This category is limited to a maximum period of five (5) years.

5. **Senior**—any member or fellow reaching the age of seventy (70) and who is no longer active in rehabilitation and assistive technology may, upon request, be transferred to senior membership. Senior members are excused from regular dues and assessments, but may be required to pay reduced fees for meeting registrations and/or publications.
6. **Sponsoring, Corporate, or Institutional**—any person or group supportive of the mission and goals of RESNA may apply for sponsoring, corporate or institutional membership.
7. Any individual member, fellow, or sustaining member (categories a,b, and c) of RESNA shall be entitled to all customary rights and privileges, including election to any office and voting in any election and on any issue raised at a regular or special meeting of RESNA.
8. Members may organize themselves into groups representing special interest areas of rehabilitation and assistive technology.
9. Termination of membership may occur under the following conditions:
 - 9.1 Failure to pay any sums due and owing to RESNA in a timely manner.
 - 9.2 Resignation filed in writing with RESNA.
 - 9.3 Two-thirds majority vote of the Directors present at any regularly scheduled Board of Directors meeting at which a quorum is present provided notice of the intent to conduct such vote is given stating the cause of such action.

III. FEES, DUES, AND ASSESSMENTS

1. Annual dues for members are payable at the start of the fiscal year or upon becoming a new member.
2. Dues, fees, and assessment amounts shall be established by a two-thirds majority of the voting members present at a meeting of the Board of Directors.
3. All membership privileges shall be suspended during periods of delinquency of more than ninety (90) days.

IV. GOVERNANCE

1. RESNA shall maintain a headquarters office located within the United States.
2. The management of RESNA shall reside in the Board of Directors and others, as specified herein. It is the function of the Board to determine objectives, philosophy, and official policy of the organization and to implement the same.
3. **Board of Directors**. The Board of Directors shall consist of the officers and directors of RESNA, each of whom shall have been a member in good standing for at least one year.
 - 3.1 There shall be nine (9) elected directors. In addition, the President, President-Elect, Secretary and Treasurer shall be voting members of the Board of Directors. The Immediate Past President also shall serve as a voting member of the Board for two years following term of office as President.
 - 3.2 Chairpersons of standing and ad hoc committee, the annual

conference chairs, and the editor of the RESNA journal have a voice but no vote in all matters coming before the Board of Directors.

3.3 Three directors shall be elected by mail ballot of the membership and serve for a term of (3) years. A director may serve no more than two (2) complete consecutive terms.

3.4 Each elected director shall take office August 1 following election.

3.5 Unscheduled vacancies on the Board of Directors shall be filled by appointment of the President with concurrence of the Board.

4. Duties and Powers of the Board of Directors. A quorum for conducting official business at a meeting of the Board of Directors shall be a majority of its voting members. Official business may be conducted by mail, FAX, telephone conference or electronic mail. However, in these circumstances, all of the voting members of the Board must vote to ratify actions. In cases when informed discussion does not occur, affirmation by unanimous vote is required. Voting, using percentages stated elsewhere in these bylaws is permitted whenever informed discussion of all the voting members of the board has occurred. Electronic communications media for voting must use appropriate authentication methods. After all voting members have voted, the results of action taken shall be noted in a special memorandum placed in the minutes book an signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.

4.1 To adopt rule and regulations covering the election of members of all categories which might supplement those in the Bylaws.

4.2 To fix fees, dues, and assessments for all categories of membership.

4.3 To employ administrative and technical personnel as the Board may consider necessary to support the activities of RESNA.

4.4 To create all standing committees, and to approve the President's appointments of Chairpersons to these committees.

4.5 To create advisory groups and councils as may be necessary for effective liaison with other organizations and the community.

4.6 To report to the Society annually its work and activities, including a financial statement, and such interim reports as are necessary and advisable.

4.7 To exercise its legal and constitutional authority and responsibility in the direction and conduct of the affairs of RESNA, including the initiation and establishment of policy, in order to promote and attain the objectives of RESNA.

4.8 To engage in business activities including but not limited to the entering of contacts, leases, and other legal documents, the purchasing and sale of real and personal property, the pledging as security, assets of RESNA, and the transacting of all other affairs of RESNA not otherwise provided for.

4.9 The Board may remove an officer, director, or member for due cause by a two-thirds majority vote of the Board of Directors.

5. Board of Directors Meetings. The Board of Directors shall hold at least one official administrative meeting each year.

5.1 One annual administrative meeting of the Board of Directors shall be held at the time of the Annual Conference.

5.2 Administrative meetings, other than the annual administrative meeting, may be held at the call of the President by written notice to all members of the Board at least 30 days prior to the meeting date.

5.3 Notice of Board of Directors meetings and the proposed meeting agenda shall be sent to all Board members at least thirty (30) days prior to the meeting date.

5.4 Board of Directors meetings may be called by written notice, including an agenda, signed by at least one-half of the Board members and mailed to all Board members at least thirty (30) days prior to the meeting date.

5.5 Business may be conducted by mail, FAX, telephone conference or electronic mail. However, in these circumstances, all of the voting members of the Board must vote to ratify actions. In cases when informed discussion does not occur, affirmation by unanimous vote is required. Voting, using percentages stated elsewhere in these bylaws is permitted whenever informed discussion of all the voting members of the board has occurred. Electronic communications media for voting must use appropriate authentication methods. After all voting members have voted, the results of action taken shall be noted in a special memorandum placed in the minutes book an signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.

5.6 "Voice" privilege shall include, when recognized by the chair, commenting on issues, presenting business, and making and seconding motions. It does not include voting privileges.

6. The fiscal year of RESNA shall be the calendar year.

6.1 The annual budget for the succeeding fiscal year shall be presented for Board approval at a meeting of the Board following distribution of such budget to the Board at least thirty (30) days prior to the meeting date.

7. Executive Committee. The Executive Committee shall be charged with carrying out policies of the Board between administrative meetings and to present programs, policies, and issues to the Board for consideration and/or approval.

7.1 The Executive Committee shall consist of the President, Past-President, President-Elect, Secretary and Treasurer and one of the 9 elected at-large members of the Board. The President shall appoint the one at-large member from the Board of Directors at the beginning of his/her term. The Executive Director shall serve as Assistant Secretary and will be an ex-officio member of the Executive Committee without vote. The President shall be the Chairperson.

7.2 A quorum for Executive Committee action shall be four (4) Executive Committee members including the President. Business may be conducted by mail, FAX, telephone conference or electronic mail. However, in these circumstances, all of the voting members of the Board must vote to ratify actions. In cases when informed discussion does not occur, affirmation by unanimous vote is required. Voting, using percentages stated elsewhere in these bylaws is permitted whenever informed discussion of all the voting members of the board has occurred. Electronic communications media for voting must use appropriate authentication methods. After all voting members have voted, the results of action taken shall be noted in a special memorandum placed in the minutes book an signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.

7.3 The Executive Committee shall have and may exercise authority as granted by the Board of Directors. Between meetings of the Board, the Executive Committee may take such independent action as is necessary for conduct of the affairs of RESNA. Such actions of the Executive Committee shall be reported to the Board of Directors at the next meeting and are subject to the Board's approval.

V. OFFICERS

1. The officers of RESNA shall be an elected President, President Elect, and Secretary; and a Treasurer appointed by the President, and the Executive Director serving as Assistant Secretary. The President Elect and Secretary shall be elected biennially from among the members of RESNA.

2. Terms of office shall be for two calendar years (beginning August 1) following the election, except where an interim status shall not be considered as terms of office.

- 2.1 The President-Elect and the President shall serve no more than one successive term in each office and the Secretary and Treasurer shall serve no more than two successive terms in each office.
- 2.2 All officers are voting members of the Executive Committee and ex-officio members of all other committees without vote.

3. **The President** shall be the principal officer of RESNA.

- 3.1 The President shall preside at all regular and special meetings of the membership of RESNA.
- 3.2 The President shall automatically be the previous President Elect.
- 3.3 The President shall vote only to resolve ties.
- 3.4 The President shall serve as Chairperson of the Board of Directors and Executive Committee.

4. **The President Elect** shall have previously been a member of the Board of Directors and shall have served at least one year as an elected officer or director.

- 4.1 The President Elect shall perform the duties of the President during absence or in the event of the President's death, inability, or refusal to act. In cases where the vacancy is permanent, the President Elect shall accede to the presidency and an interim President Elect shall be elected by the membership in a special election for the remaining period of the term.
- 4.2 The President Elect is considered a voting member of the Board.

5. **The Secretary** shall have previously been a member of the Board of Directors. The Secretary, under the direction of the Board of Director, shall have general supervision of the keeping of records of meetings, activities, membership, and any other records required by law.

- 5.1 The Secretary is considered a voting member of the Board.
- 5.2 In the event of the Secretary's death, inability, or refusal to act, a secretary shall be appointed by the President with the concurrence of the Board.

6. **The Treasurer** shall have previously been a member of the Board of Directors. The Treasurer, under the direction of the Board of Directors, shall have general supervision of the fiscal affairs of RESNA and other records required by law.

- 6.1 The Treasurer shall establish orderly mechanisms and supervise collections of fees, dues, and assessments from members and all disbursements and preparation and submission of all fiscal reports, subject to the procedures defined in the Bylaws.
- 6.2 The Treasurer shall supervise the preparation of financial statements to be presented to the Board of Directors and to members of RESNA.
- 6.3 The Treasurer may employ a Certified Public Accountant to audit the records and financial statements as required by the Board of Directors.
- 6.4 The Treasurer is considered a voting member of the Board.
- 6.5 The Treasurer shall qualify for a fidelity bond, the procurement cost of which shall be borne by RESNA.
- 6.6 In the event of the Treasurer's death, inability, or refusal to act, the office shall be appointed by the President.

7. There shall be an **Executive Director**, who shall serve at the pleasure of the Executive Committee with the approval of the Board of Directors. The Executive Director shall be the chief executive and operating officer of the society, with responsibility for the management and direction of all operations, programs, activities and affairs of the society, including employment and termination of employment, and the determination of

compensation of members of the staff and supporting personnel, functioning within the framework of policy aims and programs as generally determined by the Board of Directors.

- 7.1 The Executive Director shall be responsible for arrangements for all RESNA meetings.
- 7.2 The Executive Director shall transmit to the membership of RESNA such notices as the business of the Board may require and carry out assignments as directed by the Board.
- 7.3 The Executive Director shall also serve as Assistant Secretary of RESNA and be an ex- officio member of the Board and all committees without vote.
- 7.4 The Executive Director shall have such other duties as may be prescribed by the Board.

VI. STANDING COMMITTEES

- 1. Permanent standing committees shall include: Association Liaison Committee, Awards Committee, Bylaws Committee, Consumer Affairs Committee, Education Committee, Ethics Committee, Finance Committee, Governmental Affairs Committee, Industrial Relations Committee, Long-Range Planning Committee, Meetings Committee, Membership Committee, Nominating Committee, Professional Specialty Group Committee, Publications Committee, Quality Assurance Committee, Research Committee, Special Interest Group Committee, and Technical Guidelines Committee.

- 1.1 The chairperson of each standing committee shall, with the approval of the Board, be appointed by the President and serve one year. A chairperson whose term of office has expired shall continue to serve until a successor is appointed and is ready to serve. A standing committee chairperson is limited to serving no more than four successive terms.
- 1.2 Unless stated otherwise in these bylaws, a majority of all standing committee members shall be members of RESNA. Unless stated otherwise in these bylaws, members of committees shall be appointed by the respective committee chairpersons. The term of office of all committee members shall be one year and is renewable.
- 1.3 Standing committee subcommittees may be organized and directed by committee chairpersons.
- 1.4 The President may establish other committees as deemed necessary or as directed by the Board of Directors.
- 1.5 All standing committees shall meet and report in writing to the President or Board of Directors at least once per year prior to the annual business meeting.
- 2. The **Association Liaison Committee** shall consist of the Chairperson and all appointed liaisons to other societies and associations with which RESNA maintains a relationship.

 - 2.1 The Association Liaison Committee shall be responsible for developing policy recommendations regarding RESNA's relationship with other societies and associations.
 - 2.2 The Association Liaison Committee shall have no role in deciding, determining, or providing advice or information on matters relating to Professional Standards.

- 3. The **Awards Committee** shall consist of the Chairperson and at least four members.

 - 3.1 The Awards Committee shall review and recommend nominees to the Board for special recognition, honors, or awards. It shall establish and recommend to the Board criteria and procedures for these awards and administer the RESNA awards program.

4. The **Bylaws Committee** shall consist of the President-Elect as chair and at least one other member. The primary responsibility of this committee shall be to manage proposed amendments to the bylaws. All proposed bylaw amendments will be presented to the Board of Directors by the Bylaws Committee.

5. The **Consumer Affairs Committee** shall consist of the Chairperson and at least four members. The primary responsibility of the committee is to encourage consumer involvement in all aspects of delivery of rehabilitation and assistive technology to persons with disabilities.

5.1 The Consumer Affairs Committee shall promote means for disabled persons to enter the professional fields associated with the application of technology for persons with disabilities.

6. The **Education Committee** shall consist of the Chairperson, the Chairperson of the Quality Assurance Committee, and at least four members. The primary responsibility of the committee shall be to develop and coordinate the education programs of RESNA.

6.1 The Education Committee shall establish and recommend to the Board policies and procedures for the RESNA education program. It shall submit plans, for review and approval by the Board, for activities for subsequent years.

6.2 The Education Committee shall be responsible for developing instructional course programs to be conducted at the Annual Conference and to develop other regional presentations.

6.3 The Education Committee Chairperson shall appoint one committee member to serve as liaison with the Meetings Committee and Publications Committee.

7. The **Ethics Committee** shall consist of the Immediate Past President as Chairperson, the President Elect and the chairpersons of the Consumer Affairs, Industrial Relations, and Quality Assurance Committees. The President shall be an ex-officio member with a vote. The committee shall have the following duties.

7.1 The Ethics Committee shall draft and make recommendations to the Board of Directors regarding changes in the organization's Code of Ethics.

7.2 The Ethics Committee shall draft and make recommendations to the Board of Directors regarding a procedure to process claims of violations of the organization's Code of Ethics (Procedural Document on Disciplinary Action).

7.3 The Ethics Committee shall review all questions concerning professional ethics of RESNA members and make recommendations on said questions to the Board of Directors.

7.4 The Ethics Committee shall serve to review all other ethical issues related to the organization and make recommendations to the Board of Directors regarding policies and procedures.

8. The **Finance Committee** shall consist of the Treasurer as Chairperson and three Board members.

8.1 The Finance Committee shall receive, review, and approve all financial statements and budgets to be presented to the Board at administrated meetings, except for those relating to Professional Standards and the organizations and boards described in Article VII herein.

8.2 The Finance Committee may make recommendations to the Board regarding financial policies and affairs of RESNA.

8.3 The Finance Committee is responsible for reviewing any audit of RESNA records as required by the Board of Directors.

9. The **Governmental Affairs Committee** shall consist of the Chairperson and at least four members. The Chairperson shall select at least three members from the RESNA Board of Directors and up to seven members from the general RESNA membership. Committee members will be approved by the RESNA Board of Directors. Vacancies can be filled by appointment of the Committee Chairperson, for Board approval at the next scheduled board meeting.

9.1 The primary responsibility of the committee shall be to develop and coordinate RESNA's position on public policy and related activities. The Governmental Affairs Committee shall plan for, coordinate, and recommend to the president, implementation strategies for RESNA's positions on public policy and related activities.

9.2 The Committee shall be guided by principles and priorities adopted by the RESNA Board.

9.3 The Committee shall have no role in deciding, determining, or providing advice or information on matters relating to Professional Standards.

10. The **Industrial Relations Committee** shall consist of the Chairperson and at least four members.

10.1 The Industrial Relations Committee shall be concerned with the needs of industry to provide effective technology to persons with disabilities wherever they may be.

10.2 The Industrial Relations Committee shall have no role in deciding, determining, or providing advice or information matters relating to Professional Standards.

10.3 No member may serve concurrently on the Industrial Relations Committee and any board, panel, or council relating to Professional Standards, as set forth in Article VII herein.

11. The **Long-Range Planning Committee** shall consist of the President Elect as Chairperson, and at least five members nominated by the Committee Chairperson and approved by the Board of Directors.

11.1 The Committee shall monitor the course of the organization relative to its long-range plan, and review and update the plan periodically.

12. The **Meetings Committee** shall consist of the Committee Chairperson, appointed by the President, the Local Conference Chairperson(s), one member each from the Education Committee and the Special Interest Group Committee, the Regional Conferences Subcommittee Chair and at least three additional members.

12.1 The primary responsibility of the Meetings Committee is to plan for, coordinate and supervise the RESNA Annual Conference.

12.2 The Meetings Committee shall submit an annual plan to the Board for review and approval. It will include meeting dates and sites for at least two years in advance; and nomination of annual conference chairperson, master schedule of events, and estimated budget at least one year in advance.

12.3 The Regional Conferences Subcommittee shall include the Chairperson appointed by the President and membership which provides regional representation.

12.3.1 The primary responsibilities of the Regional Conferences Subcommittee is to monitor and make recommendations to the Board of Directors regarding policy and procedures for the Regional Conferences.

12.3.2 The Regional Conferences Subcommittee shall submit a plan for review and approval by the Board, for the meetings for the next year, citing dates and sites, nomination of conference chairpersons, and estimated budgets for each planned regional conference.

13. The **Membership Committee** shall consist of the Chairperson and at least four members.

13.1 The Membership Committee shall establish and recommend to the Board criteria and procedures for admission and severance of members and maintain criteria and perform those duties necessary for admission and severance as specified by the Bylaws, except as admission and severance relate to matters of Professional Standards as set forth in Article VII herein.

13.2 The Membership Committee shall be responsible for membership promotion and make appropriate recommendations to the Board regarding such activities.

14. The **Nominating Committee** shall consist of the immediate Past President as Chairperson and at least four members. Two members of the committee shall be Board members selected by the Chairperson and two members shall be selected from the general membership by the President.

14.1 The Nominating Committee shall make every effort to ensure that consumers are included in the slate of nominees.

15. The **Professional Specialty Group Committee** shall consist of the Chairperson and at least four members. The primary responsibility of the Committee is to promote specific objectives of RESNA and to provide forums for increasing the professional knowledge and interaction of members from similar disciplines with similar professional interests in the field of rehabilitation and assistive technology.

15.1 The Committee shall administer the professional specialty group program and monitor the activities of the individual professional specialty groups for RESNA.

15.2 The Committee shall submit plans, for review and approval by the Board of Directors, for professional specialty group activities for subsequent years.

16. The **Publications Committee** shall consist of the Chairperson and at least four members.

16.1 The Publications Committee shall coordinate the publication activities of RESNA. It shall be responsible for the formulation and recommendation of publications policies to the Board, the establishment of criteria and procedures to ensure the adequacy and excellence of the publications such as newsletters, journals, and proceedings.

17. The **Quality Assurance Committee** shall consist of the Chairperson, the Chairperson of the Professional Specialty Group Committee, the Chairperson or designee of each Professional Specialty Group, the Chairperson of Special Interest Group Committee, the Chairperson of the Education Committee, the Chairperson of the Professional Standards Board, representation of the Technical Guidelines Committee, and at least two other members representing RESNA's interests in quality assurance.

17.1 The primary responsibility of the Quality Assurance Committee shall be to periodically and systematically review and recommend measures to the Board of Directors to ensure the quality and appropriateness of total products and services delivered, using pre-determined criteria that reflect professional consensus and recent developments in research, theory and practice.

18. The **Research Committee** shall consist of the Chairperson and at least four members. The primary responsibility of the committee shall be to develop and coordinate the research programs of RESNA.

18.1 The Research Committee shall establish and recommend to the Board policies and procedures for the RESNA research programs. It shall submit plans, for review and approval by the Board, for activities for subsequent years.

18.2 The Research Committee shall be responsible for all scientific activities of RESNA in collaboration with appropriate committees and SIGs.

18.3 The Research Committee Chairperson shall appoint one committee member to serve as liaison with the Meetings Committee and the SIGs Chair.

19. The **Special Interest Group Committee** shall consist of the Chairperson and at least four members. The primary responsibility of the Committee is to provide a forum for increasing the professional knowledge and interaction of members with similar interest in the field of rehabilitation and assistive technology.

19.1 The Special Interest Group Committee shall administer a special interest group program and monitor the activities of the individual special interest groups for RESNA.

19.2 The Committee shall submit plans, for review and approval by the Board, for special interest groups activities for subsequent years.

20. The **Technical Guidelines Committee** shall consist of the Chairperson and at least four members.

20.1 The Technical Guidelines Committee shall, in coordination with the Association Liaison Committee and the Industrial Relations Committee, review and recommend to the Board of Directors guidelines for rehabilitation and assistive technology standards which will assist RESNA members in their practice. It shall submit reports, for review and approval by the Board, which describes the need for such guidelines, their content, the proposed mechanism for development and registration, and the liaison needed with other organizations in order to achieve broad acceptance.

20.2 The Technical Guidelines Committee shall coordinate technical guideline activities of the Special Interest Groups in close cooperation with the Special Interest Group Committee Chairperson.

20.3 The Technical Guidelines Committee shall appoint one committee member to serve as liaison with the Quality Assurance Committee.

VII. PROFESSIONAL STANDARDS

1. **Certification, Approval and Accreditation.** RESNA, by action of the Board of Directors, shall establish and maintain programs of certification, approval and accreditation according to standards specified by the Professional Standards Board in Assistive and Rehabilitation Technology (the "Professional Standards Board") and shall maintain a registry of holders of certification, approval and accreditation.
2. **The Professional Standards Board in Assistive and Rehabilitation Technology.** RESNA, by action of the Board of Directors, shall establish the Professional Standards Board (PSB), which shall define, and from time to time revise, the standards for the certification of individual practitioners, the approval of educational programs, and the accreditation of clinical facilities, and shall monitor the interpretation and application of these standards. The PSB shall decide appeals from decisions rendered by such operating boards as the Board of Directors may establish. The decisions of the PSB, insofar as they involve the awards or denial of certification, approval or accreditation, shall be final.

- 2.1 Composition of the Professional Standards Board. The Board of

Directors shall appoint the PSB, which shall consist of thirteen members who shall serve three-year, staggered terms. RESNA's President shall appoint a non-voting ex-officio representative. Four PSB members shall have education, training and experience primarily in the area of Assistive Technology. Except for the initial appointees, at least two of the four shall hold certification as assistive technology practitioners upon appointment. Three PSB members shall have education, training and experience primarily in the area of Rehabilitation Engineering. Except for the initial appointees, at least two of the three shall hold certification as rehabilitation engineers upon appointment. Three PSB members shall have education, training and experience primarily in the area of Assistive Technology Supply. Except for the initial appointees, at least two of the three shall hold certification as assistive technology suppliers upon appointment and at least one shall be a member of the National Registry of Rehabilitation Technology Suppliers (NRRTS). NRRTS shall submit the name of at least one candidate to RESNA's Board of Directors for consideration of appointment. Three members of the PSB shall represent the public. RESNA accredited educational and professional service programs shall be represented. At the beginning of each year the members of the Board shall elect a person from within their ranks to serve as chairperson for that year. A person may not chair the Board for more than three consecutive years.

3. Operating Boards. RESNA, by action of the Board of Directors, shall establish operating boards to develop and maintain standards for certification of individual practitioners, approval of educational programs, and the accreditation of clinical facilities. The Operating Boards shall administer RESNA's certification, approval, and accreditation programs; shall interpret and apply standards established by the PSB to individuals, institutions, and organizations; and shall formulate procedures, including the conduct of examinations, for the determination of qualifications of individuals applying for certification, educational programs applying for approval, and institutions and facilities applying for accreditation.

3.1 **Advisory Panels.** Each Operating Board may have up to three advisory panels: one composed of assistive technology practitioners, one composed of rehabilitation engineers, and one composed of assistive technology suppliers.

3.2 Composition of the Operating Boards and Advisory Panels. Members of the Operating Boards and Advisory Panels shall be appointed by the PSB under such terms and conditions as the PSB deems appropriate. The membership of the Operating Boards and Advisory Panels shall be representative of the subject area to which the Operating Board is devoted. At the beginning of each year the members of the Board or Panel will elect a person from within their ranks to serve as the chairperson for that year. A person may not chair the Board for more than three consecutive terms.

4. Ethical Practice Board in Assistive and Rehabilitation Technology. RESNA, by action of the Board of Directors, shall establish an Ethical Practice Board in Assistive and Rehabilitation Technology (the "Ethical Practice Board"), which shall formulate and publish, and from time to time amend, a Code of Ethics (the "Code") containing the professional responsibilities by which RESNA members and certificate holders shall be bound. The Ethical Practice Board shall develop educational programs and materials on ethics for distribution to RESNA members and certificate holders, academic programs, and other agencies and associations. The Code and all amendments shall be subject to approval by the Board of Directors. The Ethical Practice Board shall also formulate and publish procedures that shall be used for the processing of alleged violations of the Code, including notice and a reasonable opportunity to be heard through counsel of one's own choosing. The

Ethical Practice Board shall determine sanctions for violations, in its discretion and as it deems appropriate, including revocation and/or suspension of membership and/or certification. Any special appeal from the Ethical Practice Board action shall be decided by the PSB, or a panel thereof, the decision of which shall be final.

4.1 Composition of the Ethical Practice Board. The Ethical Practice Board shall be appointed by the Board of Directors. It shall have no more than ten members, who shall serve three-year, staggered terms. The Ethical Practice Board's membership shall represent a variety of clinical practice, research, and academic settings, at least one member shall be a person who is representative of the public. Except for the initial appointees, at least five members shall have had previous experience as members of the Ethical Practice Board, at least three members shall hold certification as assistive technology practitioners upon appointment, at least three shall hold certification as rehabilitation engineers upon appointment, and at least three members shall hold certification as assistive technology suppliers upon appointment. Members of the Board will elect a person from within their ranks to serve as the chairperson for a term of two years. A person may not chair the Board for more than two consecutive terms. Except for the initial election, elections will coincide with election of RESNA officers in even years.

5. Termination of Membership and Privileges. Any member who violates the Code of Ethics of RESNA may be dropped from RESNA membership or have certification revoked by a two-thirds vote of the Ethical Practice Board. Persons who have thus been dropped may be reinstated after one year by a two-thirds vote of the Ethical Practice Board. A member whose conduct is under investigation by the Ethical Practice Board may not withdraw that membership or surrender certification during the pendency of the investigation.

VIII. ELECTIONS

1. The Nominating Committee will solicit candidates for all offices from the membership. The request for nominations for consideration by the Nominating Committee will remain open for at least 60 days.
2. The Nominating Committee shall select and present a slate of nominees for officers and directors to the Board of Directors for approval. To the extent possible, the Committee shall present a slate of at least two nominees for each of the two officer positions (President Elect and Secretary), and at least two nominees for each of the three Board positions. The Committee shall give due consideration to representation from all constituents who contribute to rehabilitation and assistive technology. The approved slate will be sent to the membership.
3. Additional nominations for officers and directors may be made after the Nominating Committee's slate is announced. Additional nominations would be made by petition signed by no fewer than ten members of RESNA, with written permission of the nominee. Petitions must be received by the Secretary or Executive Director within 45 days of the date the approved slate was sent to the membership. This is the only time period that petitions from the membership will be accepted.
4. The Secretary or Executive Director shall send information on all of the nominees for officers and directors, along with a ballot, to the membership. Completed ballots must be received by the Secretary or Executive Director within 45 days of the date the ballots are sent to the membership.
5. All candidates for election to RESNA offices and Board of Director positions shall be Members, Fellows or Sustaining Members of RESNA in good standing for a period of at least three(3) years immediately preceding their nomination.

IX. CONDUCT OF BUSINESS

1. Meetings of RESNA shall be held at such times and places as the Board of Directors may direct. The Secretary or Executive Director shall notify the members of each meeting at least 60 days before the meeting. At all annual business meetings a quorum shall consist of the members present.
2. **Revised Roberts Rules of Order** shall govern the conduct of all meetings.

X. FINANCIAL MANAGEMENT

1. RESNA shall not be organized nor operated for profit and shall be operated within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986, as amended or replaced.
2. Income shall be derived from fees, dues, assessments, gifts; proceeds from conferences and publication sales; proceeds from sales of products and services; and reimbursements for cost incurred in providing special services to other organizations or agencies.
3. As recommended by the Secretary and approved by the Board, RESNA may accrue and maintain a Reserve Fund.
4. Upon dissolution, the Board of Directors shall distribute all remaining assets to such organizations which are exempt from Federal Income Tax under section 501(c)3 of the Internal Revenue Code of 1986 as amended or replaced.
5. Within the approved annual budget, the Executive Committee may employ professional staff to provide services and procure supplies necessary for the operation of RESNA.

XI. GENERAL

Notwithstanding any provision of the Bylaws which might be susceptible to contrary interpretation:

1. RESNA is organized and operated exclusively for scientific, literary, and educational purposes.
 - 1.1 No part of the net earnings of RESNA shall or may under any circumstances inure to the benefit of any individual or association except as specified herein.
 - 1.2 No substantial part of the activities of RESNA shall consist of carrying on propaganda or otherwise attempting to influence local, state, or national legislation. RESNA shall not participate in, or intervene in (including the publishing or distributing of statements) any campaign on behalf of any candidate for public office.
2. All official records, archives, and historical matter shall be held in the custody of the Executive Director.

XII. AMENDMENTS

1. Proposed amendments to the Bylaws may be submitted, in writing, to the Executive Committee by any member of the Board of Directors or by petition by fifteen (15) individuals who are members of RESNA.
 - 1.1 Proposals or petitions shall be transmitted to the Secretary or Executive Director at least 60 days prior to an official annual administrative meeting of the Board.
 - 1.2 Proposed amendments, petitions for amendments, and recommended for amendments shall be so identified and shall be transmitted in writing to all members of the Board by the Secretary or Executive Director at least 30 days prior to an official administrative meeting of the Board.
 - 1.3 A proposed amendment to the Bylaws is adopted upon an affirmative vote by at least two-thirds majority of the Board members eligible to vote. The tally of votes shall include those of members

attending an administrative meeting at which it is presented.

- 1.4 An adopted amendment to the Bylaws shall become effective 60 days following the meeting at which it was introduced.
- 1.5 The Secretary or Executive Director shall advise all RESNA members of the amendment in the next issue of the RESNA newsletter following adoption.

XIII. ESTABLISHMENT AND DISSOLUTION

1. RESNA may be established at a meeting of a minimum of five members of RESNA who accept the provisions of these Bylaws and adopt member status.
2. RESNA may be dissolved by two-thirds majority vote of the Board of Directors. Such dissolution shall become effective only after notice of such action has been transmitted to the members of RESNA and a majority do not object in writing within 90 days following transmittal of notice to dissolve.

*Amendments adopted by the Board of Directors on January 11, 1998.
Effective as amended on March 12, 1998.*