

RESNA 2007 BYLAWS

Article I. NAME, PURPOSES, OBJECTIVES

Section 1.01 Name. 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.

Section 1.02 Purpose. 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.

Section 1.03 Objectives. To achieve this purpose, the objectives of RESNA shall be:

- (a) To provide consultation and coordination concerning matters of interest to the membership of RESNA.
- (b) 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.
- (c) To promote training and developments of pertinent professional manpower.
- (d) To serve as a forum for the development of standards, terminology, and guidelines.
- (e) 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.
- (f) To publish and disseminate information.
- (g) To stimulate and encourage relevant research.
- (h) To establish and maintain programs of professional certification, educational evaluation and approval, and accreditation of clinical facilities in assistive and rehabilitation technology.
- (i) To conduct such other activities as are necessary for the fulfillment of these objectives.

Article II. MEMBERSHIP

Section 2.01 Categories of membership.

- (a) Individual Member
- (b) Fellow
- (c) Student
- (d) Senior
- (e) Corporate or Institutional

(f) Such other categories as the Board of Directors may designate.

Section 2.02 Individual Member. Any person with a demonstrated interest in rehabilitation and assistive technology shall be eligible for membership in RESNA.

Section 2.03 Fellow. May be conferred by the Board of Directors on those members of RESNA with national or international recognition in rehabilitation and assistive technology. Fellows are excused from regular dues and assessments, but may be required to pay reduced fees for meeting registrations and/or publications. 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.

Section 2.04 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.

Section 2.05 Senior. Any member 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.

Section 2.06 Sponsoring, Corporate, or Institutional. Any person or group supportive of the mission and goals of RESNA may apply for sponsoring, corporate or institutional membership.

Section 2.07 Member Rights. Any individual member or Fellow 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.

Section 2.08 SIGS & PSGs. Members may organize themselves into groups representing special interest areas of rehabilitation and assistive technology. Membership in RESNA is a pre-requisite for leadership of Committees, Special Interest Groups, and Professional Specialty Groups.

Section 2.09 Termination of membership may occur under the following conditions:

- (a) Failure to pay any sums due and owing to RESNA in a timely manner.
- (b) Resignation filed in writing with RESNA.
- (c) Two-thirds majority vote of the Directors present at any regularly scheduled Board of Directors meeting, provided notice of the intent to conduct such vote is given stating the cause of such action.

Article III. FEES, DUES, AND ASSESSMENTS

Section 3.01 Annual dues for members are payable upon becoming a member and annually thereafter.

Section 3.02 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.

Section 3.03 All membership privileges shall be suspended during periods of delinquency of more than ninety (90) days.

Article IV. GOVERNANCE

Section 4.01 **Headquarters.** RESNA shall maintain a headquarters office located within the United States.

Section 4.02 **Management.** 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.

Section 4.03 **Board of Directors.** The Board of Directors shall consist of the officers and directors of RESNA, each of whom shall be a member in good standing for at least one year.

- (a) **Voting members of the Board.** There shall be nine (9) elected and up to two (2) appointed 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.
- (b) **Ex-officio Members.** The Executive Director is an ex-officio member of the Board. Chairs of standing committees, and the Chairs of all Boards shall have a voice but no vote in all matters coming before the Board of Directors.
- (c) **Term of Office.** 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. Each elected director shall take office August 1.
- (d) **Vacancies.** Unscheduled vacancies on the Board of Directors shall be filled by appointment of the President with concurrence of the Board. Two members of the Board of Directors shall be appointed by the President with the concurrence of the Board. Each appointed member shall serve a one (1) year term. Initial appointees will take office immediately upon ratification by the Board. Subsequent terms will begin on August 1.

Section 4.04 **Duties and Powers of the Board of Directors.** A quorum for conducting official business at a meeting of the Board of Directors, either in person or via telephone conference, shall be a simple majority of its voting members.

- (a) A simple majority is required to ratify actions.
- (b) Official business not requiring discussion may be conducted by mail, FAX, or electronic mail. In these circumstances all voting members must be sent complete documentation concerning the business at hand at least five (5) calendar days prior to the date set by the Secretary for voting. A simple majority of the voting members of

the Board is required to ratify actions. The results of action taken shall be noted in a special memorandum placed in the minutes book and signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.

- (c) To adopt rules and regulations covering the election of members of all categories which might supplement those in the Bylaws.
- (d) To fix fees, dues, and assessments for all categories of membership.
- (e) To employ administrative and technical personnel as the Board may consider necessary to support the activities of RESNA.
- (f) To create all standing committees, and to approve the President's appointments of Chairs to these committees.
- (g) To create advisory groups and councils as may be necessary for effective liaison with other organizations and the community.
- (h) To report to the Society annually its work and activities, including a financial statement, and such interim reports as are necessary and advisable.
- (i) 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.
- (j) To engage in business activities including, but not limited to the entering of contracts, 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.
- (k) The Board may remove an officer, director, or member for due cause by a two-thirds majority vote of the Board of Directors.

Section 4.05 Board of Directors Meetings. The Board of Directors shall hold at least one official administrative meeting each year.

- (a) One annual administrative meeting of the Board of Directors shall be held at the time of the Annual Conference.
- (b) 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 seven (7) days prior to the meeting date.
- (c) Notice of Board of Directors meetings and the proposed meeting agenda shall be sent to all Board members at least seven (7) days prior to the meeting date.
- (d) 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.
- (e) Official business may be conducted by mail, FAX, or electronic mail. In these circumstances, all voting members must be sent complete documentation concerning the business at hand at least five (5) calendar days prior to the date set by the Secretary for voting. A simple majority of the voting members of the Board is required to ratify actions. The results of action taken shall be noted in a special memorandum placed in the minutes book and signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.

Section 4.06 Fiscal Year. The fiscal year of RESNA shall be the calendar year.

Section 4.07 Annual Budget. 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 seven (7) days prior to the meeting date.

Section 4.08 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.

- (a) **Composition.** The Executive Committee shall consist of the President, Immediate Past President, President-Elect, Secretary, Treasurer, and one of the nine elected members of the Board. The President shall appoint 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 Chair.
- (b) **Quorum.** A quorum for Executive Committee action shall be four (4) Executive Committee members including the President. Official business may be conducted by mail, FAX, or electronic mail. In these circumstances, all voting members must be sent complete documentation concerning the business at hand at least five (5) calendar days prior to the date set by the Secretary for voting. A simple majority is required to ratify actions. The results of action taken shall be noted in a special memorandum placed in the minutes book and signed by the Secretary or Assistant Secretary and shall be reported in the minutes of the next meeting.
- (c) **Authority.** 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.

Article V. OFFICERS

Section 5.01 Designation of Officers. The officers of RESNA shall be an elected President, President-Elect, and Secretary; and a Treasurer appointed by the President, with the Executive Director serving as Assistant Secretary. The President-Elect and Secretary shall be elected biennially from among the members of RESNA.

Section 5.02 Terms of office shall be two years (beginning August 1) following the election, except where an interim status shall not be considered as terms of office.

- (a) The President-Elect and 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.
- (b) All officers, with the exception of the Executive Director, are voting members of the Executive Committee and ex-officio members of all other committees without vote.

Section 5.03 President. The President shall be the principal officer of RESNA.

- (a) The President presides at all regular and special meetings of the membership of RESNA.

- (b) The President shall automatically be the previous President-Elect.
- (c) The President shall vote only to resolve ties.
- (d) The President shall serve as Chair of the Board of Directors and Executive Committee.

Section 5.04 President-Elect. 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.

- (a) 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.

Section 5.05 Secretary. The Secretary shall have previously been a member of the Board of Directors. The Secretary, under the direction of the Board of Directors, shall have general supervision of the keeping of records of meetings, activities, membership, and any other records required by law.

- (a) 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.

Section 5.06 Treasurer. 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.

- (a) 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.
- (b) The Treasurer shall supervise the preparation of financial statements to be presented to the Board of Directors and members of RESNA.
- (c) The Treasurer shall recommend, with concurrence of the Board, a Credentialed Public Accountant to audit the records and financial statements as required by the Board of Directors.
- (d) In the event of the Treasurer's death, inability, or refusal to act, the office shall be appointed by the President.

Section 5.07 Executive Director. 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.

- (a) The Executive Director shall be responsible for arrangements for all RESNA meetings.

- (b) 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.
- (c) 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.
- (d) The Executive Director shall have such other duties as may be prescribed by the Board.

Article VI. STANDING COMMITTEES

Section 6.01 Standing Committees. Permanent standing committees shall include:, Awards Committee, Bylaws Committee, Education Committee, Ethics Committee, Finance Committee, Government Affairs Committee, Long-Range Planning Committee, Meetings Committee, Membership Committee, Nominating Committee, Professional Specialty Group Committee, Research Committee, and Special Interest Group Committee..

- (a) The Chair of each standing committee, with the approval of the Board, shall be appointed by the President and serve one year. The Chair of each standing committee shall be a member. A Chair whose term of office has expired shall continue to serve until a successor is appointed and is ready to serve. A standing committee Chair is limited to serving no more than four successive terms. All Officers, with the exception of the Executive Director, are ex-officio members of all other committees without vote.
- (b) 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 Chairs. The term of office of all committee members shall be one year and is renewable.
- (c) The President may establish other committees as deemed necessary or as directed by the Board of Directors.
- (d) All standing committees with business to conduct or information to report shall meet and report in writing to the Executive Director, President or Board of Directors at least once per year prior to the annual business meeting.

Section 6.02 The Awards Committee shall consist of the Chair and at least four members. The 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.

Section 6.03 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.

Section 6.04 The Education Committee shall consist of the Chair, and at least four members. The primary responsibility of the committee shall be to develop and coordinate the education programs of RESNA. The Education Committee shall:

- (a) 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.
- (b) Be responsible for developing instructional course programs to be conducted at the Annual Conference and to develop other regional presentations.
- (c) Appoint one committee member to serve as liaison with the Meetings Committee.

Section 6.05 The Ethics Committee shall consist of the Immediate Past President as Chair, the President-Elect and others as appointed by the Chair. The President shall be an ex-officio member with a vote. The committee shall have the following duties.

- (a) Draft and make recommendations to the Board of Directors regarding changes in the organization's Code of Ethics.
- (b) 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).
- (c) Review all questions concerning professional ethics of RESNA members and make recommendations on said questions to the Board of Directors.
- (d) Review all other ethical issues related to the organization and make recommendations to the Board of Directors regarding policies and procedures.

Section 6.06 The Finance Committee shall consist of the Treasurer as Chair, the President-Elect, two Board members, and up to two additional members. The Finance Committee shall:

- (a) 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.
- (b) Make recommendations to the Board regarding financial policies and affairs of RESNA.
- (c) Be responsible for reviewing any audit of RESNA records as required by the Board of Directors.

Section 6.07 The Government Affairs Committee shall consist of the Chair and at least four members. The Chair 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 Chair, for Board approval at the next scheduled board meeting.

- (a) The primary responsibility of the committee shall be to develop and coordinate RESNA's position on public policy and related activities. The Government Affairs Committee shall plan for, coordinate, and recommend to the president, implementation strategies for RESNA's positions on public policy and related activities.
- (b) The Committee shall be guided by principles and priorities adopted by the RESNA Board.
- (c) The Committee shall have no role in deciding, determining, or providing advice or information on matters relating to Professional Standards.

Section 6.08 The Long-Range Planning Committee shall consist of the President-Elect as Chair, and at least five members nominated by the Chair and approved by the Board of Directors. The Committee shall monitor the course of the organization relative to its long-range plan, and review and update the plan periodically.

Section 6.09 The Meetings Committee shall consist of the Chair, appointed by the President and at least three additional members.

- (a) The primary responsibility of the Meetings Committee is to assist the Executive Director and the RESNA office staff to plan for, coordinate and supervise the RESNA Annual Conference.
- (b) The Meetings Committee shall assist the Executive Director and RESNA office staff in developing and submitting 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 estimated budget at least one year in advance.
- (c) The Regional Conferences Subcommittee shall include the Chair appointed by the President and membership which provides regional representation.
 - (i) The primary responsibility of the Regional Conferences Subcommittee is to monitor and make recommendations to the Board of Directors regarding policy and procedures for the Regional Conferences.
 - (ii) 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 Chairs, and estimated budgets for each planned regional conference.

Section 6.10 The Membership Committee shall consist of the Chair and at least four members. The Membership Committee shall:

- (a) 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.
- (b) Be responsible for membership promotion and make appropriate recommendations to the Board regarding such activities.

Section 6.11 The Nominating Committee shall consist of the Immediate Past President as Chair and at least four members. Two members of the committee shall be Board members selected by the Chair and two members shall be selected from the general membership by the President.

- (a) The Nominating Committee shall make every effort to ensure that consumers are included in the slate of nominees.

Section 6.12 The Professional Specialty Group Committee shall consist of the Chair and the Chair of each Professional Specialty Group. 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. The Committee shall:

- (a) Administer the Professional Specialty Group program and monitor the activities of the individual professional specialty groups for RESNA.
- (b) Submit plans for Professional Specialty Group activities for subsequent years for review and approval by the Board of Directors.

Section 6.13 The Research Committee shall consist of the Chair and at least four members. The primary responsibility of the committee shall be:

- (a) To develop and coordinate the research-related activities of RESNA;
- (b) Establish and recommend to the Board policies and procedures for the RESNA research-related activities. It shall submit plans, for review and approval by the Board, for activities for subsequent years.
- (c) To appoint one committee member to serve as liaison with the Meetings Committee and the SIGs Chair.

Section 6.14 The Special Interest Group Committee shall consist of the Chair and the Chair of each Special Interest Group. The primary responsibilities of the Committee are:

- (a) To provide a forum for increasing the professional knowledge and interaction of members with similar interest in the field of rehabilitation and assistive technology.
- (b) Administer a Special Interest Group program and monitor the activities of the individual special interest groups for RESNA.
- (c) Submit plans for Special Interest Groups activities for subsequent years for review and approval by the Board.

Article VII. JOURNAL BOARD

Section 7.01 The Chair of the Journal Board shall be Editor of the Journal, and shall be appointed by the President and ratified by the Board of Directors to serve a one (1) year term.

Section 7.02 The Chair shall appoint an Editorial Board for review of papers submitted to each of the topic areas.

Section 7.03 The Journal Board shall submit an annual report to the Executive Director or President.

Section 7.04 The Journal Board shall submit a proposed work plan and budget request annually to the Executive Director or the President per the Operations Manual.

Article VIII. PROFESSIONAL STANDARDS BOARD

Section 8.01 The RESNA 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.

Section 8.02 The RESNA 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.

Section 8.03 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 Chair for that year. A person may not chair the Board for more than three consecutive years.

Section 8.04 Operating Boards. The RESNA 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.

Section 8.05 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.

Section 8.06 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 Chair for that year. A person may not chair the Board for more than three consecutive terms.

Section 8.07 Ethical Practice Board in Assistive and Rehabilitation Technology. The RESNA 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.

Section 8.08 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 Chair 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.

Section 8.09 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 investigation. The Professional Standards Board shall submit an annual report to the Executive Director or President.

Section 8.10 The Professional Standards Board shall submit a proposed work plan and budget request to the Executive Director or the President per the Operations Manual.

Article IX. TECHNICAL STANDARDS BOARD

Section 9.01 The Technical Standards Board shall participate with the American National Standards Institute, the International Standards Organization and other individuals, associations and organizations to develop standards for assistive technology products and processes.

Section 9.02 The Chair of the Technical Standards Board shall be appointed by the President and ratified by the Board of Directors to serve a one (1) year term.

Section 9.03 The Chair shall appoint a Vice-Chair and a Secretariat. These nominees shall be ratified by the Technical Standards Board at its annual meeting.

Section 9.04 The Technical Standards Board shall be governed by “RESNA Standards Organization’s Policies and Procedures” which is incorporated into these Bylaws by reference.

Section 9.05 The RESNA Board of Directors must approve any changes that may be made from time to time to these policies and procedures.

Section 9.06 The Technical Standards Board shall submit an annual report to the Executive Director or President.

Section 9.07 The Technical Standards Board shall submit a proposed work plan and budget request to the Executive Director or the President per the Operations Manual.

Article X. ELECTIONS

Section 10.01 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.

Section 10.02 The Nominating Committee shall select and present a slate of nominees for officers and directors to the Board of Directors for approval. The Committee shall submit a slate with at least one nominee each for President Elect and Secretary and one nominee 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.

- (a) If a candidate for President-Elect, Secretary or Director runs unopposed, he/she must receive at least fifty-one percent (51%) of the votes cast to be elected. If the candidate does not receive the required votes, a new nominee(s) will be selected and a special election held.
- (b) 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.

Section 10.03 The Secretary or Executive Director shall send information on all of the nominees for officers and directors, along with a ballot, to the membership by mail. Completed ballots must be received by the Secretary or Executive Director within 45 days of the date the ballots are sent to the membership.

Section 10.04 All candidates for election to RESNA offices and Board of Director positions shall be Members or Fellows of RESNA in good standing for a period of at least three (3) years immediately preceding their nomination.

Article XI. CONDUCT OF BUSINESS

Section 11.01 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.

Section 11.02 Revised Roberts Rules of Order shall govern the conduct of all meetings.

Article XII. FINANCIAL MANAGEMENT

Section 12.01 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.

Section 12.02 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.

Section 12.03 As recommended by the Treasurer and approved by the Board, RESNA may accrue and maintain a Reserve Fund.

Section 12.04 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.

Section 12.05 Within the approved annual budget, the Executive Committee may employ professional staff to provide services and procure supplies necessary for the operation of RESNA.

Article XIII. GENERAL

Section 13.01 Notwithstanding any provision of the Bylaws which might be susceptible to contrary interpretation:

- (a) RESNA is organized and operated exclusively for scientific, literary, and educational purposes.
- (b) 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.
- (c) 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.
- (d) All official records, archives, and historical matter shall be held in the custody of the Executive Director.

Article XIV. AMENDMENTS

Section 14.01 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.

- (a) Proposals or petitions shall be transmitted to the Secretary or Executive Director, who in turn will forward the proposals or petitions to the Bylaws Committee.
- (b) The Bylaws Committee will review proposals or petitions and recommend to the Board of Directors action to be taken on the proposed Bylaws change (approve and present to membership for vote or deny request).
- (c) If approved by the Board of Directors, proposed Bylaws changes shall be mailed to members, with ballots due 60 days from the date of the mailing.
- (d) A proposed amendment to the Bylaws is adopted upon an affirmative vote by at least two-thirds majority of the returned ballots.
- (e) An adopted amendment to the Bylaws shall become effective immediately.
- (f) The Secretary or Executive Director shall advise all RESNA members of the amendment in the next issue of the RESNA newsletter following adoption

Article XV. DISSOLUTION

Section 15.01 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.

