# BYLAWS OF IOWA SPEECH-LANGUAGE-HEARING ASSOCIATION (As Revised, 2014) 


#### Abstract

ARTICLE I Name Section 1: The name of this corporation shall be the Iowa Speech-Language-Hearing Association, herein after referred to as "the Association." The corporation shall also be known by the acronym ISHA.

\section*{ARTICLE II <br> Purposes}

Section 1: The corporation is organized to promote speech-language and hearing as an area of science and as a service profession. Likewise, the organization seeks to promote the prevention of disorders of human communication, and further: A. To stimulate among individuals in the areas of education, medicine, government and members of the general public a continued and greater interest in communication disorders and processes. B. To encourage and foster the growth of services for individuals with communication problems. C. To encourage the best possible training for speech-language and hearing scientists, audiologists, and speech-language pathologists. D. To encourage and foster the growth of communication sciences. E. To provide for the exchange of information and ideas among members of the association. F. To promote understanding and cooperation among both public and private agencies interested in development, growth, and research in communication processes. G. To advocate the rights of persons with communication disorders and promote the individual and collective professional interests of the members of the association. H. To do any and all things that may be incidental to, implied from, or appropriate to the promotion and encouragement of the objects and purposes as herein before set forth.


## ARTICLE III Membership

Section 1: Classes of Membership. There shall be four classes of membership; regular, life, student, and associate members.
A. Regular Members shall comprise the voting body of the association. Only regular members shall be entitled to hold office. Regular members must hold either: 1) a Graduate Degree with major emphasis in speech-language pathology, audiology, or speech, language, or hearing science; or 2) Graduate Degree and present evidence of active research, interest, and performance in the field of human communication. Individuals who were members of the association on December 31, 1966 and who have maintained membership without interruption from that date shall be eligible to retain regular membership privileges irrespective of academic degree.
B. Life Members. Any regular member who has attained the age of 65 years and who has held regular membership for the ten consecutive Association fiscal years immediately prior to attaining the age of 65 shall, upon application, automatically receive Life Membership with all the privileges of a regular member without payment of annual dues for any year in which he or she is a Life Member. For any member who moved to Iowa after the age of 56, years of regular membership in the American Speech-Language-Hearing Association may be substituted for years of regular membership in the Association.
C. Student Members are those individuals who are considered full-time graduate or undergraduate students in an academic program dealing with speech, language, and hearing science and/or speech-language pathology or audiology. These members shall be nonvoting and may not hold office, but may serve on committees and participate in Association affairs. Any student member who meets the requirements for regular member status may continue his or her student membership no longer than six months following the date he or she meets such requirements.
D. Associate Members shall be nonvoting. They may serve on committees and participate in Association affairs but may not hold office. There are no academic requirements for associate membership. Associate members may be students or others with an interest in communicative processes and disorders and in the purposes of the Association. Any associate member who meets the requirements for regular member status may continue his or her associate membership no longer than six months following the date he or she meets such requirements.

Section 2: Dues and Fees. Dues for all classes of members shall be established and reviewed annually by the Board of Directors. Dues may be established in a schedule of different amounts for different classes of members; such as regular members, associate members, newer members, older members, students, spouses, neighboring state associations, etc. Dues will be payable September 1 of the year for
which they are assessed. No proposed changes in dues can be implemented without the approval of two-thirds of the regular members present and voting at the current meeting. The Board shall also set the fees to be charged members, exhibitors, or any other parties at the Association convention.

Section 3: Termination of Membership. Membership in the Association may be terminated for the following reasons:
A. Ethics. Any member who violates the Code of Ethics of the Iowa Speech Language-Hearing Association, who violates the stated purposes of the Association, or who brings the Association into disrepute may, after notice and an opportunity to be heard, be suspended or terminated by the Board of Directors.
B. Dues not paid. A member whose dues are not paid shall not receive the official publications of the Association until dues have been paid for the current year. A member whose dues are in arrears on September 15 for two consecutive years shall automatically be dropped from the rolls of the Association.

## ARTICLE IV Meetings of the Association

Section 1: Annual Meeting. The annual meeting of the Association shall be held at a date and time established by the Board of Directors.

Section 2: Special Meeting. Special meetings of the Association may be called by the Board of Directors or the President, and must be called by the President upon petition to him or her therefore by twenty-five percent ( $25 \%$ ) of the regular membership, or upon a majority vote of those members present and voting at an official membership meeting.

Section 3: Notice. Written notice stating the place, day, and hour of the Association meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called shall be given not less than ten (10) nor more than one hundred twenty (120) days before the date of the meeting, either personally or by mail, by or at the direction of the President or the Board of Directors to each regular member entitled to vote at such meeting. Inclusion of such notice in a regular publication of the Association, timely mailed to all regular members, shall satisfy the notice requirement of this section.

Section 4: Quorum. Fifteen percent (15\%) of the regular members of the Association shall constitute a quorum at any meeting of the Association.

Section 5: Voting. Each regular and life member of the Association who is present may exercise one vote on each question coming before the Association at any meeting. Voting by proxy shall not be permitted. Approval of a matter coming before the membership at a meeting shall require an affirmative vote of the majority of the regular and life members present and voting thereon. The Board of Director or a majority of the members present at a membership meeting may determine that a significant issue will be submitted to the membership by mail ballot to be conducted in accordance with a mail ballot procedure established by the Board.

## ARTICLE V <br> Board of Directors

Section 1: General Powers. Management of the affairs of the Association shall be vested in its Board of Directors, hereinafter referred to as the Board. The Board shall be the governing body of the Association; shall carry out the dictates of the membership; and may take any action necessary to carry out the purposes and objectives of the Association not inconsistent with its Articles of Incorporation or its Bylaws.

Section 2: Board Membership. The Board of Directors shall consist of nine (9) members: The immediate Past President (serving a Board term of two years) and the eight (8) elected officers of the Association. The President shall serve as chairperson of the Board.

Section 3: Quorum. A majority of voting Directors fixed by these Bylaws shall constitute a quorum for the transaction of business.
Section 4: Actions taken. The act of a majority of the voting Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 5: Nonvoting ex-officio members. The Association's appointed officials and those ASHA Councilors who are ISHA members shall serve as nonvoting ex officio members of the Board. They shall be entitled to attend Board meetings and participate in the Board discussions, but shall not vote and shall not be counted for purposes of a quorum or formal action requirements.

Section 6: Duties. The duties of the Board of Directors shall be:
A. To carry out the dictates of the membership and take any action necessary to carry on the business of the Association between meetings of the Association membership.
B. To act as an advisory committee to the President on all matters which the President wishes to place before the Board.
C. To function as the participating State Committee of the American Speech-Language-Hearing Association for the State of Iowa.
D. To appoint members to fill vacancies for the unexpired terms of elected officials in accordance with provisions of Article VI. E. To remove any committee member or appointed official from his or her committee membership or appointed position whenever, in the judgment of the Board, the best interests of the Association will be served thereby.
F. To award the Honors of Association.

## ARTICLE VI Elected Officers

Section 1: Number. The elected officers of the Association shall be: President, immediate Past-President, Secretary, Vice-President for Public Relations and Liaison, Vice-President for Schools, Vice-President for Medical, Clinical and Private Settings, Vice-President for Government, Colleges and Universities, Vice-President for Continuing Education and Treasurer.

Section 2: Term of Office. The President shall serve a term of two years and, except after a term filled pursuant to a vacancy, shall not succeed himself or herself. The President shall succeed automatically to the office of Past-President at the end or his or her two-year term. All other officers of the Association shall hold office for terms of two years. Newly elected officers shall take office immediately following the annual meeting. Notwithstanding the foregoing, each officer shall hold office until his or her successor has been duly elected and qualified or until his or her death, or until the officer shall otherwise cease to serve. Except as stated above, successive terms shall be permitted. There is no limit on the number of terms of office which can be served by any one officer.

Section 3: Elections. Officers shall be elected by the regular members of the Association according to the procedures prescribed herein. The following officers shall be elected in each even-numbered year: President, Vice-President for Public Relations and Liaison, VicePresident for Medical, Clinical and Private Settings and Treasurer. The following officers shall be elected in each odd-numbered year: Secretary, Vice-President for Schools, Vice-President for Government, Colleges and Universities, and Vice-President for Continuing Education. Only regular members will be eligible to hold elective office.
A. Nominations. Nominations will be made and accepted as follows:

1. In May of each year, the Nominations and Membership Committee shall prepare a slate of two candidates for each office to be filled in the next election. The committee shall mail this slate of nominees to the membership by the end of May, together with a notice that additional nominations will be accepted from the membership at large by mail to committee chair, if received before a deadline established by the committee. After this deadline, the committee shall prepare the completed slate of nominees for the August election.
2. The Nominations and Membership Committee shall prepare a brief written biographical sketch of its two nominees. All other nominators must submit written biographical sketches of their nominees at the time of nomination. The committee shall not accept a nomination without such a written biographical sketch and the prior consent of the nominee.
3. The nominees for the offices of: Vice-President for Schools, Vice-President for Medical, Clinical and Private Settings and Vice President for Government, Colleges and Universities shall each have a demonstrated interest in the applicable area of practice. The Nominations and Membership Committee shall strike from nomination any nominee not so qualified.
B. Voting. Election of officers shall be conducted via mail or electronic ballot commenced during the month of August. Regular members shall complete their ballots and submit them to the Association by the due date. Only those ballots received within this deadline shall be counted. The nominee receiving a plurality of the total votes cast by regular members for the office in question shall be elected to such office.
C. Taking Office. The newly elected officers of the Association shall be announced at the annual meeting; and shall take office immediately following the annual meeting.

Section 4: Duties. Each of the elected officers shall have the following duties, respectively:
A. The duties of the President shall be:

| 1. | To preside at all membership meetings of the Association. |
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| 2. | To call special meetings of the Association or any of its committees. |
| 3. | To appoint all members of authorized committees where such appointment is not otherwise specified in these Bylaws. |
| 4. | To appoint all officials designated in Article VIII herein. |
| 5. | To secure the services of a Parliamentarian to assist with the proper conduct of meetings of the Association membership and Board of Directors, as needed. |
| 6. | To define the duties of committees whenever such duties may not have been defined adequately by these Bylaws. |
| 7. | To preside over meetings of the Board of Directors and to perform all related functions. |
| 8. | To act as chairperson of the Legislative and Legal Action Committee and to perform all related functions. |
| 9. | To report to each meeting of the Board and to each regular meeting of the membership on pertinent matters being considered by the Legislative and Legal Action Committee. |
| 10. | To promote the best interests of the Association in all possible ways. |
| 11. | To assume the duty of Past-President upon completion of the term of President. |

B. The duties of the Secretary shall be:

1. To take and record the minutes of all meetings of the Association and of all meetings of the Board of Directors, and ensure archiving of these documents.
2. To present at all membership meetings the minutes of previous meetings.
3. To act as chairperson of the Nominations and Membership committee and to perform all related functions.
4. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Nominations and Membership Committee.
5. To ensure archiving of copies of the Membership Directory at the end of each membership year.
C. The duties of the Vice-President for Public Relations and Liaison shall be:
6. To act as chairperson of the Public Relations and Liaison Committee and to perform all related functions.
7. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Public Relations and Liaison committee.
D. The duties of the Vice-President for Schools shall be:
8. To act as chairperson of the Schools Committee and to perform all related functions.
9. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Schools Committee.
E. The duties of the Vice-President for Medical, Clinical and Private Settings shall be:
10. To act as chairperson of the Medical, Clinical and Private Settings Committee and to perform all related functions. 2. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Medical, Clinical and Private Settings Committee.
F. The duties of the Vice-President for Government, Colleges and Universities Committee shall be:
11. To act as chairperson of the Government, Colleges and Universities Committee and to perform all related functions.
12. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Government, Colleges and Universities Committee.
13. To act as the coordinator of the Student Representatives and to facilitate all related functions.
G. The duties of the Vice-President for Continuing Education shall be:
14. To be responsible for formulating the continuing education program for the annual convention and other ISHA sponsored CEU activities.
15. To serve as the chairperson of the Continuing Education Committee.
16. To collaborate with the association management firm in planning the annual convention of the Association.
17. To assure the offering of both state and ASHA CEUs for Association sponsored continuing education activities.
18. To monitor and approve continuing education activities sponsored and co-sponsored by the Association to assure that activities are provided for all areas of practice.
19. To report to each meeting of the Board of Directors and to each regular membership meeting on pertinent matters being considered by the Continuing Education Committee.
H. The duties of the Treasurer shall be:
20. To oversee the financial affairs of the Association.
21. To make periodic reports on the finances of the Association.
22. To coordinate budget planning.
23. To authorize expenditure of Association funds.
24. To ensure the filing of State and Federal documents required of the Association.
25. To ensure archiving of financial records and official documents of the Association.
26. To ensure the collection of dues.
I. The duties of the immediate Past-President shall be:
27. To perform any duties as assigned by the current president.
28. To act as general counsel to the Board and mentor to the president.

Section 5: Vacancies. Should a vacancy in an elected office occur for any reason, the vacancy shall be filled in accordance with the following procedure:
A. President. If there is a vacancy in the office of President, the members of the Board of Directors shall elect an individual to fill that office for the duration of the term. At the next regular election, that is, in the next even numbered year, a new President shall be elected by the membership.
B. Past President. If the vacancy occurs in the office of Past President, the most immediate Past President willing to serve shall complete the unexpired portion of the term.
C. Other Offices. If a vacancy occurs in any other office, the Board of Directors shall appoint a regular member to serve in that office for the unexpired portion of the term.

Section 6: Removal. Any elected officer may be removed from office in accordance with the following procedure:
A. A written recall petition signed by one-third of the regular membership as of the preceding August 31 shall be submitted to the President. If the petition is for the recall of the President, it shall be submitted to the Secretary.
B. The President, or the Secretary, as the case may be, shall call a meeting of the Board of Directors to be held within one month after submission of the recall petition. The officer who is subject of the recall petition may attend the meeting. The Board, with the exception of the officer in question, shall appoint a five-member task force to investigate the allegations of the petition, conduct a fair hearing thereon, and make a recommendation to the Board within three months of their appointment.
C. If the task force recommends removal, the Board shall within two months of receipt of the recommendation conduct and conclude a special mail ballot on the question of recall, pursuant to a procedure adopted by the Board. Accompanying the mail ballot shall be the report and recommendation of the Task Force, together with such additional comments and materials as the Board shall designate. The officer shall be removed from the office by a vote of a majority of the regular members voting on the question.

## ARTICLE VII Councilors and Alternate Councilors

Section 1: Notwithstanding the provisions of Article VI of these Bylaws, Councilors and Alternate Councilors of the ASHA Legislative Council shall serve terms of office as prescribed in the most recent Bylaws of American Speech-Language-Hearing Association and shall be nominated and elected in accordance with the procedure contained in those Bylaws and further specified by the Board. Those councilors who are ISHA members shall be nonvoting ex-officio members of the Board of Directors.

## ARTICLE VIII Appointed Officials

Section 1: Appointment. The appointed officials of the Association shall be: Editor, Historian and Student Representatives from each educational institution with graduate programs in speech-language pathology and/or audiology. The Student Representatives, who shall be ISHA Student members, shall be elected by the student bodies of their respective educational programs. These officials shall be appointed by the President with the approval of the Board, and shall serve for such terms of office and perform such duties as are described below. Appointed officials may receive compensation for the performance of their duties, at the discretion of the Board of Directors. All terms of office shall begin September 1. Appointed officials shall serve as nonvoting ex-officio members of the Board of Directors.

Section 2: Removal or Vacancy. Any appointed official may be removed by the Board of Directors as provided in Article V herein. Any vacancy in an appointed office shall be filled by the President in the same manner as an initial appointment.

Section 3: Editor. The Editor shall serve a term of two years. Successive terms shall be permitted. The Editor shall have the following duties and authority:
A. Serve as a member of the Public Relations and Liaison Committee.
B. Assume responsibility for all activities related to the editing, production and dissemination of Association publications.
C. Maintain a complete file of all Association publications, including at least two copies of the published documents; and transfer these records intact to any succeeding Editor.

Section 4: Historian. The Historian shall serve a term of two years. Successive terms shall be permitted. The Historian shall have the following duties and authority:
A. Keep a comprehensive chronological record of all official activities, events and undertakings of the Association.
B. Display the Historian's record at each annual meeting of the Association.

Section 5: Student Representative. The Student Representatives from each educational institution with graduate programs in speechlanguage pathology and/or audiology, who shall be ISHA student members, shall be elected by the student bodies of their respective education program. They shall serve a term of one (1) calendar year. Successive terms shall be permitted. The student representatives shall have the following duties and authority:
A. Facilitate communication from students to the ISHA Board.
B. Report to the ISHA Board regarding student activities occurring in their respective programs.

## ARTICLE IX <br> Committees

Section1: Types of Committees. There shall be three types of committees of the Association: Standing, Ad Hoc and Task Force.
Standing Committees shall be permanent. Ad Hoc and Task Force Committees shall be created by the Board of Directors for a specific
period of time to fulfill specific goals and objectives and then shall cease to exist.
Section 2: Committee Membership. All appointive committee members shall be appointed by the President. Both regular and associate members are eligible for committee membership. Except where otherwise stated in these Bylaws, all committee members shall be full voting members of their respective committees. Committee members may be removed by the Board as provided in Article V.

Section 3: Quorum. A quorum at any committee meeting shall be forty percent (40\%) of the committee membership.
Section 4: Meetings. Meetings of a committee shall be called by the chairperson of such committee at such time and place, either within or without the State of Iowa, as the chairperson shall designate. No formal meeting notice shall be required. Votes of the committee shall be conducted either in person at a committee meeting or via mail ballot according to a procedure designated by the committee chair. Voting by proxy shall not be permitted.

Section 5: Standing Committees. There will be nine (9) Standing Committees. These are: Legislative and Legal Action; Convention Operation; Nominations and Membership; Standard and Ethics; Public Relations and Liaison; Schools; Medical, Clinical and Private Settings; Continuing Education; and shall function as follows:
A. Legislative and Legal Action Committee.

1. The President shall be the chairperson of the Legislative and Legal Action Committee.
2. The other members of this committee shall be the Past President and appointed members.
3. The appointed members shall serve a two-year term.
4. The duties of the Legislative and Legal Action committee shall be:
(a) To act as a liaison with legal and lobbying agents retained by the Association.
(b) To study existing and proposed legislation which may affect the Association and the profession in general.
(c) To recommend legislative and legal priorities and programs to the Board of Directors.
B. Convention Operations Committee.
5. The Vice-President for Continuing Education shall be the chairperson of the Convention Operations Committee.
6. Membership on this committee will be for two years.
7. The committee shall be composed of from two to five appointed members, and the chairperson.
8. The duties of this committee will be to make all arrangements necessary for planning and conducting membership meetings of the Association, with the help of the Association management firm, including facilities, advertising, exhibits and scheduling; except setting any fees to be charged members or exhibitors at any membership meeting.
C. Nominations and Membership Committee.
9. The Secretary will be the chairperson of the Nominations and Membership Committee.
10. The other members of this committee may be members of the Board or appointed members.
11. The duties of the Nominations and Membership Committee will be:
(a) To conduct the nominations of officers candidates according to the provisions of Article VI.
(b) To process applications for membership.
(c) To determine the qualifications of applicants for requirements stated elsewhere in these Bylaws.
(d) To recommend or bestow the following Honors:
(1) Honors of the Association. The Honors of the Association may be presented to any individual upon recommendation of this committee and approval by three-fourth of the Board. This award recognizes distinguished contribution to the field of speech. language and hearing and is the highest Honor the Association can give.
(2) Fellowship. Fellowship, an award recognizing professional or scientific achievement, may be given to a member on approval of two-thirds of the committee members. The status of Fellow shall be retained by the individual to whom it is awarded as long as the person remains a member in good standing of the Association.
D. Standards and Ethics Committee.
12. The President shall receive complaints regarding violations of standards and ethics of the Association and shall refer them to the Standards and Ethics Committee.
13. The Vice-President for Schools, Vice-President for Government, Colleges and Universities, and Vice-President for Medical, Clinical and Private Settings shall all be members of this committee. They will elect one of them to be the Chairperson of this committee when business needs to be conducted.
Membership on this committee will be for two years.
The committee shall be composed of these officers and two appointed members.
The duties of the Standards and Ethics Committee will be:
(a) To foster professional growth, standards and ethics of all persons serving the public in speech, language and hearing as suggested by the code of Ethics as subscribed to by both ASHA or the Association.
(b) To receive and review signed complaints regarding instances of violation of the principles incorporated within the code of Ethics of ASHA or the Association.
(c) To report all findings regarding complaints and investigations to the Board and to make recommendations
to the Board with regard to suspension or termination of membership.
E. Public Relations and Liaison Committee.
14. The Vice-President of Publics Relations and Liaison will be the chairperson of the Publics Relations and Liaison Committee.
15. Membership on this committee will be for two years.
16. The committee shall be composed of from three to five appointed members, plus the chairperson and the Editor.
17. The duties of the Publics Relations and Liaison Committee shall be:
(a) To establish and maintain liaison between the Association and the lay public and related professional and service organizations.
(b) To facilitate liaison between the Association and ASHA.
(c) To help solve problems of interdisciplinary relationships and responsibilities on a state and local level.
(d) To engage in public relations activities.
(e) To distribute intra-disciplinary information in the best interests of the members of the Association.
(f) To advise and assist the Editor in the publication of Association publications.
F. Schools Committee.

The Vice-President for Schools will be the chairperson of the Schools Committee.
Membership on this committee will be for two years.
The committee shall be composed of from two to four appointed members, and the chairperson.
The duties of Schools Committee shall be:
(a) To assure standards of high quality service to consumers in public and private schools.
(b) To identify problems and propose solutions specific to providing speech, language and hearing services in public and private schools.
(c) To act as an advocate for the communicatively handicapped in public and private schools.
(d) To act as an advocate for Association members employed in public and private schools.
G. Medical, Clinical and Private Settings Committee.

1. The Vice-President for Medical, Clinical and Private Settings will be the chairperson of the Medical, Clinical and Private Settings Committee.
2. Membership on this committee will be for two years.
3. The committee shall be composed of from two to four appointed members, and the chairperson.
4. The duties of the Medical, Clinical and Private Settings Committee shall be:
(a) To assure standards of high quality service to consumers in medical, clinical and private settings.
(b) To identify problems and propose solutions to problems specific to providing speech, language and hearing services in medical, clinical and private settings.
(c) To act as an advocate for the communicatively handicapped in medical, clinical and private settings.
(d) To act as an advocate to Association members employed in medical, clinical or private settings.
(e) To foster the identification of needs and provision of services in medical, clinical and private settings.
(f) To aid consumers in obtaining appropriate and necessary third-party coverage for services provided.
H. Government, Colleges and Universities.
5. The Vice-President for Government, Colleges and Universities shall be the chairperson of the Government, Colleges and Universities Committee.
6. Membership on this committee shall be for two years.
7. The committee shall be composed of from two to four appointed members, and the chairperson.
8. The duties of the Government, Colleges and Universities Committee shall be:
(a) To assure standards of high quality service to consumers in government, colleges and universities.
(b) To identify problems and propose solutions to problems specific to providing speech, language and hearing services in government, colleges and universities.
(c) To act as an advocate for the communicatively handicapped in government, colleges and universities.
(d) To act as an advocate to Association members employed in government, college and university positions.
I. Continuing Education Committee.
9. The Vice-President for Continuing Education will be the Chairperson of the Continuing Education Committee. Membership on this committee shall be for two years.
The committee shall be composed of three to five appointed members and the chairperson.
The duties of the Continuing Education Committee shall be:
(a) To assess the needs of the membership as to their interests in professional development programs.
(b) To arrange and provide ongoing continuing education opportunities for members throughout the year.
(c) To consider and approve requests from other organizations who wish to co-sponsor continuing education events with the Association.
(d) To collaborate with the Association management firm in planning the annual convention of the Association.

## ARTICLE X Miscellaneous

Section 1: Code of Ethics. The Association and all of its members, as a condition of membership, subscribe to the Code of Ethics of the Iowa Speech-Language Hearing Association.

Section 2: Publications. The Association shall publish a periodical entitled Lingua at intervals determined by the Board; the ISHA Journal, a membership directory, and such other publications as are established by the Board.

Section 3: Discrimination. The Iowa Speech-Language-Hearing Association recognizes discrimination on the basis of race, national origin, religion, age, gender, gender identification, sex, sexual orientation, or handicapping condition to be inconsistent with its goals, purposes and policies, and with the professional and ethical responsibilities of its members, Boards, committees and officers.
Therefore, all programs and activities of the Association and its responsibilities to its members and to society shall be carried out in such a manner as to be consistent with and in adherence to this policy.

Section 4: Loans. No loans shall be contracted on behalf of the Association, and no evidences of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Board of Directors. Such authorization may be general or confined to specific instructions.

Section 5: Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed only by such officer or officers, agent or agents of the Association, as are duly authorized by these Bylaws or by the Board of Directors of the Association.

Section 6: Deposits. All funds of the Association shall be deposited from time to time with reasonable promptitude to the credit of the Association in such banks, trust companies or other depositories as may be selected by or under the authority of the Board of Directors.

Section 7: Parliamentary Authority. The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, with the Articles of Incorporation and with any special rules of order the Association may adopt.

Section 8: Fiscal Year. The fiscal year of the Association shall be established by the Board of Directors.
Section 9: Constitution Superseded. These Bylaws completely supersede and replace all previous Bylaws and Constitutions.

## ARTICLE XI

Amendments
These Bylaws may be altered, amended or repealed and new Bylaws may be adopted pursuant to either of the following two procedures:
Section 1: Action by Board: Ratification of Membership. These Bylaws may be altered, amended or repealed and new Bylaws adopted by two-thirds (2/3) of the Board of Directors of the Association at any regular or special meeting of the Directors at which a quorum is present provided that any such proposed amendments to the Bylaws of the Association shall come on for consideration before the next regular or special meeting of the regular members of the Association and shall not be effective unless ratified by a majority vote of those regular members present and eligible to vote at such meeting.

Section 2: Action by Membership: Ratification by Board. These Bylaws may be altered, amended or repealed and new Bylaws adopted by two-thirds (2/3) majority vote of those regular members present and voting at any regular or special meeting of the Association provided that such proposed amendment shall come on for consideration before the next regular meeting or special meeting of the Board of Directors of the Association and must be ratified by a majority vote of the Board of Directors. In the event a proposed amendment of the Bylaws be not ratified by the Board of Directors, such amendment shall come on before the next regular or special meeting of the regular members of the Association and can be finally adopted by a majority of the regular members present and voting at such meeting.

The foregoing Bylaws were adopted as amended by two-thirds (2/3) of the Board of Directors of the Association at a regular meeting held in February 2014; and were ratified by a majority vote of the regular members of the Association through electronic voting ending April 21, 2014; in accordance with Article XI of the Bylaws of the Iowa Speech-Language-Hearing Association (as revised, 1981).

