

# **BYLAWS OF THE NORTH CAROLINA OCCUPATIONAL THERAPY ASSOCIATION**

## **ARTICLE 1. NAME, AFFILIATION, LOGO, PUBLICATIONS, BOUNDARIES, ASSOCIATION MAILING ADDRESS, AND SEAL**

### **SECTION 1. NAME**

The organization shall be called the North Carolina Occupational Therapy Association, Inc. (NCOTA), hereafter referred to as the Association.

### **SECTION 2. AFFILIATION**

The NCOTA will establish and maintain an affiliate relationship with the American Occupational Therapy Association.

### **SECTION 3. LOGO**

The logo of the Association shall be approved by the Executive Committee of the Association.

### **SECTION 4. ASSOCIATION MAILING ADDRESS**

The location of the Association mailing address shall be determined by the Executive Committee of the Association.

### **SECTION 5. SEAL**

The seal of the Association shall be the words "N.C. Occupational Therapy Association, Inc." in a circle with the date "1976" and the word "seal".

### **SECTION 6. NORTH CAROLINA NONPROFIT CORPORATION ACT**

NCOTA recognizes that the North Carolina Nonprofit Corporation Act governs North Carolina nonprofit corporations.

## **ARTICLE II. OBJECT, NON INUREMENT**

### **SECTION 1. OBJECT**

The object of the Association is to further the objectives set forth in the Articles of Incorporation through the advancement of occupational therapy in order to enhance the health of the public in its health care, community, and educational environments through research, education, action, service, and the establishment of standards.

### **SECTION 2. MISSION**

The NCOTA's mission is to promote the continued and competent practice of occupational therapy; to impact healthcare, legislative and reimbursement communities as advocates for the consumer and the profession; and to be responsive to the needs of the membership by promoting professional education, communication, and monitoring trends in healthcare and

in the community that affect the practice of occupational therapy.

**SECTION 3. NON INUREMENT**

With the purpose of the Association devoted entirely to the advancement of the Occupational Therapy profession, no part of its earnings will inure to the use or benefit of any individual. This Association shall not engage in any activities that are not permitted by the Internal Revenue Code Section 501 (c) 6.

**ARTICLE III. MEMBERS**

**SECTION 1. MEMBERSHIP CLASSES**

A. Individual Members. Only the following persons shall qualify:

1. Licensed Occupational Therapists hereafter referred to as "occupational therapist, licensed" (OT/L or OTR/L).
2. Licensed Occupational Therapy Assistants, hereafter referred to as "licensed occupational therapy assistants" (OTA/L or COTA/L)
3. Occupational therapy and occupational therapy assistant students.

B. Organizational & Affiliate Members. Organizational members shall be institutions or agencies interested in occupational therapy. Affiliate members are persons interested in promoting occupational therapy, but who are not eligible for membership in any other category.

**SECTION 2. QUALIFICATIONS**

A. Individual Members

1. OT and OTA members shall be currently licensed by the North Carolina Board of Occupational Therapy.
2. Student members shall be enrolled in an occupational therapy education program which is currently accredited or been granted Candidacy Status (Developing) through the Council for Occupational Therapy Education (ACOTE).

B. Organizational & Affiliate Members

1. Organizational members shall be groups, clubs, organizations, businesses, agencies or programs having an interest in the profession or practice of occupational therapy.
2. Affiliate members shall be persons interested in promoting occupational therapy, but who are not eligible for membership in any other category.

**SECTION 3. MEMBERS IN GOOD STANDING**

A. Individual Members

1. Shall meet the qualifications for membership in one of the membership classes.

2. Shall pay the annual membership dues approved by the Association.
3. Shall uphold the standards and ethics of the Association.

B. Organizational and Affiliate Members

1. Shall meet the criteria set by Executive Committee for the membership class.
2. Shall pay the annual membership dues approved by the Association.

#### SECTION 4. RIGHTS AND PRIVILEGES OF MEMBERS IN GOOD STANDING

A. All Individual Members

1. May attend and participate in all regular and called meetings of the Association.
2. May vote in the affairs of the Association.
3. May vote for officers of the Association.
4. May belong to one or more Special Interest Sections.
5. Shall receive the Newsletter and other routine communication from the Association. Members can access meeting minutes and information about the NCOTA via their website.
6. Shall have access to the Members Only section of the Association website.

B. OT/L and OTA/L Individual Members

1. OT/L and OTA/L members shall be entitled to hold any office of the Association.

C. Student Individual Members

1. Shall receive those benefits designated by the Executive Committee.
2. May be invited to serve on committees of the Association.
3. May apply to serve as a Student Representative in a non-voting Board position.

D. Affiliate Individual Members

1. May be invited to serve on committees of the Association.
2. Shall not have voting rights in the affairs of the Association.

E. Organizational Members

1. Shall receive those services designated by the Executive Committee.
2. Shall not have voting rights in the affairs of the Association.

#### SECTION 5. MEMBERSHIP DUES

The annual membership dues for all classes of membership shall be determined by the Board of Directors with the approval of the voting membership of the Association.

#### SECTION 6. AWARDS FOR OUTSTANDING SERVICE

The Association will present awards to individuals and organizations for outstanding service or

practice. There shall be criteria established and approved by the Executive Committee for each of the awards to be given. The criteria shall be provided to the members of the Association in a timely fashion to enable members to nominate appropriate candidates for awards.

#### SECTION 7. SUSPENSION

Membership may be suspended for a period or expelled for cause such as violation of any of the Bylaws or Rules of the Association, or for conduct prejudicial to the best interests of the Association. Suspension or expulsion shall be by a two-thirds vote of the membership of the Executive Committee, provided that a statement of the charges shall have been mailed by registered mail to the member at the last recorded address at least 15 days before final action is taken. This statement shall include a notice of the time and place of the Executive Committee meeting. The member shall be given an opportunity to present a defense at the time and place mentioned in such notice.

#### SECTION 8. APPEAL.

Any request for an appeal hearing must be submitted to the Chairperson of the Appeals Committee by regular mail within thirty days of the date on which decision for expulsion/suspension was rendered. The Committee shall consist of the Membership Services Chair and two board members designated by the President. Notification of the judgment shall be presented to the Executive Committee

### **ARTICLE IV. OFFICERS**

#### SECTION 1. DEFINITION OF EXECUTIVE COMMITTEE

The **North Carolina Executive Committee** consists of the following officers: President, President-Elect, Vice President, Secretary, and Treasurer.

#### SECTION 2. DEFINITION OF NORTH CAROLINA BOARD of DIRECTORS

The **North Carolina Board** of Directors consists of President, President-Elect, Vice President, Secretary, Treasurer, Member at Large, OTA Representative, and the elected chair of the following standing committees: Membership Services, Legal & Political, Bylaws, Social Media, Awards, Marketing, and Continuing Education, Special Interest Sections Coordinator, and the Special Interest Sections Administration and Management, Education and Research, Gerontology, Home and Community Health, Mental Health, Pediatrics, Physical Disabilities, and Technology.

#### EXECUTIVE COMMITTEE OFFICERS

The executive officers of the Association shall be the President, President Elect, Vice-President, Secretary, and Treasurer.

### SECTION 3. ELECTION AND ROTATION

#### A. Election

1. The officers shall be elected by individual members in good standing.
2. Election procedures shall be established and maintained by the Executive Committee.

#### B. Rotation

1. The calendar of rotation may be altered by a majority vote of the Executive Committee with such change reported to the membership.

### SECTION 4. TERM OF OFFICE

A. Officers shall assume official duties on July 1 following their election.

B. Term of office shall be for two years for all elected officers of the Association or until their successors are elected.

C. All elected positions shall be limited to three consecutive terms in one position

D. An officer shall hold only one office at a time.

### SECTION 5. QUALIFICATIONS

A. A nominee for all elected positions shall be an OT/L or OTA/L.

B. A nominee shall be a member in good standing of the Association at the time of nomination.

### SECTION 6. DUTIES

#### A. President

1. Shall be the chief executive officer of the Association and represent the Association to the public.
2. Shall possess an understanding of the structure and function of the NCOTA, its Executive Committee, Board of Directors, and committees.
3. Shall preside at all meetings of the Association, Executive Committee, and Board of Directors.
4. Shall prepare an agenda for meetings of the Executive Committee and Board of Directors and send notifications of such meetings.
5. Shall appoint district liaisons and non-elected committee chairpersons.
6. Shall have the power to sign all written obligations of the Association.
7. Shall guide and conduct activities of the Association in accordance with the general policies of the AOTA.
8. Shall compile and prepare an annual report in collaboration with the Secretary and present an annual report to the membership.
9. Shall maintain membership with the AOTA.
10. Shall submit all records, reports, and credentials of representative and alternate

representative and other materials as may be requested by the AOTA.

11. Shall attend annual meetings of the AOTA and participate at the Affiliated State Association Presidents (ASAP)
12. Shall perform other such duties as the Executive Committee or Board of Directors assign.

B. Vice-President

1. Shall discharge the duties of the President in that individual's absence or during a vacancy.
2. Shall be responsible for learning the duties and responsibilities of the President's office.
3. Shall possess an understanding of the structure and function of the NCOTA, Executive Committee, Board of Directors, and committees.
4. Shall succeed to the presidency in the event of a vacancy in the office of President.
5. Shall maintain membership with the AOTA.
6. Shall serve as the alternate representative of the Association to the AOTA Affiliated State Association Presidents (ASAP)
7. Shall perform other duties as assigned by the President.

C. President Elect.

1. Shall be responsible for learning the duties and responsibilities of the President's office.
2. Shall gain an understanding of the structure and function of the NCOTA, Executive Committee, and Board of Directors, and committees.
3. Shall perform other duties as assigned by the President.
4. Shall maintain membership with the AOTA.

D. Secretary

1. Shall record the minutes of the meetings of the Association and the Executive Board.
2. Shall possess an understanding of the structure and function of the NCOTA and Executive Board.
3. Shall be responsible for the correspondence of the Association.
4. Shall compile the Annual Report of the Association in collaboration with the President.
5. Shall be the custodian of documents and archives of the Association, including the Bylaws, Policies and Procedures, and other documents deemed necessary, and the Seal of the Association.
6. Shall perform other duties as assigned by the President.

7. Shall maintain membership with the AOTA.

E. Treasurer

1. Shall have oversight of the collection of all dues, fees, and other monies paid into or belonging to the Association.
2. Shall possess an understanding of the structure and function of the NCOTA and Executive Board.
3. Shall maintain full and accurate accounts of all receipts and disbursements of the Association.
4. Shall have the Association accounts reviewed annually.
5. Shall report at the annual meeting and submit to the Executive Committee and Board of Directors a written statement of the financial affairs of the Association.
6. Shall serve as the Chairperson of the Financial Committee.
7. Shall maintain membership with the AOTA.

**SECTION 7. VACANCIES**

In event of vacancy in the office of the President, the Vice- President shall become President. Should the Office of President and Vice-President be vacant at the same time the Board of Directors shall name an interim president and interim vice president until an election can be held. A vacancy in the office of Vice-President, Secretary, or Treasurer will be filled at the first regular or special meeting after the vacancy occurs. The Board of Directors may appoint a suitable person to fill such a vacancy until the election is held.

**ARTICLE V. MEETINGS.**

**SECTION 1. ANNUAL MEETING**

The Annual Business Meeting of the Association shall be held once a year. Notice of the Annual Business Meeting shall be at least 30 days before the time appointed for the meeting.

**SECTION 2. SPECIAL MEETINGS**

A specific subject may be considered at a special meeting called by the Board of Directors at its discretion. Notice of the special meeting shall set forth the place, date, time, and purpose of the meeting. Notice shall be communicated to members via mail or email and notification on the Association website to all members in good standing of the Association at least three weeks prior to the meeting. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Association.

**SECTION 3. QUORUM**

A quorum is defined as 10% of the membership.

## **ARTICLE VI. BOARD of DIRECTORS**

### **SECTION 1. NAME**

The affairs of the Association shall be managed by the Board of Directors

### **SECTION 2. COMPOSITION**

The **North Carolina Board** of Directors consists of President, President-Elect, Vice President, Secretary, Treasurer, Member at Large, and the elected chair of the following standing committees: OTA Representative, Membership Services, Legal & Political, Bylaws, Social Media, Awards, Marketing, and Continuing Education, Special Interest Sections Coordinator, and the Special Interest Sections Administration and Management, Education and Research, Gerontology, Home and Community Health, Mental Health, Pediatrics, Physical Disabilities, and Technology.

### **SECTION 3. BOARD MEMBER-AT-LARGE**

The Board Member- at-Large shall be the past President of the Association and shall serve during the first year of the sitting President's term or as requested. If the past President is unavailable to serve, the sitting President shall appoint a member in good standing of the association who has prior Board experience to serve as Board Member-at-Large.

### **SECTION 4. PRESIDING OFFICER**

The President of the Association shall be the presiding officer of the Board of Directors.

### **SECTION 5. MEETINGS**

The Board of Directors shall meet at least three times a year at the call of the President or a majority of the members of the Executive Committee.

### **SECTION 6. QUORUM**

A simple majority of the members of the Board of Directors shall constitute a quorum necessary for the transaction of business.

### **SECTION 7. TERM OF OFFICE**

The term of office for all Board of Directors members shall be the same as their term of elected or appointed office.

### **SECTION 8. FUNCTIONS**

The Board of Directors shall have general charge of all business interests of the Association and shall develop plans and goals to forward its purposes. It shall receive reports from all committees, special interest sections and districts of the Association. It shall approve the budget of the Association.

**SECTION 9. STANDARD OPERATING PROCEDURE**

The Board of Directors shall have a standard operating procedure that specifies its responsibilities and function.

**SECTION 10. CONFLICT OF INTEREST**

Voting members of the Board of Directors may not hold concurrent positions on the North Carolina Board of Occupational Therapy (NCBOT).

**SECTION 11. DISQUALIFICATION**

The Board of Directors shall have the power by 2/3 vote to disqualify officers or committee chairpersons for failure to attend 50 percent of meetings within a year. Vacancies so caused shall be filled according to the method appropriate to the office or committee procedures.

**ARTICLE VII. COMMITTEES**

**SECTION 1. EXECUTIVE COMMITTEE**

The Executive Committee shall consist of the President, President Elect, Vice-President, Secretary, and Treasurer. The Executive Committee shall, at the discretion of the Board of Directors, be given the authority to act on behalf of the Association between regularly scheduled Board business meetings. The Executive Committee shall not modify any prior action taken by the Board of Directors.

**SECTION 2. STANDING COMMITTEES**

The Executive Committee shall create standing committees.

**SECTION 3. ELECTED COMMITTEE CHAIRS**

The membership shall elect the following standing Committee chairs:

- A. Continuing Education
- B. Legal and Political Affairs
- C. Member Services
- D. Education / Research
- E. OTA Representative
- F. Special Interest Sections Coordinator

**SECTION 4. APPOINTED COMMITTEE CHAIRS.**

The President shall appoint chairs of the following committees who shall serve during the President's term of office:

- A. Awards
- B. Bylaws, Policies, & Procedures

- C. Marketing
- D. Social Media
- E. SIS Chairs

#### SECTION 5. TERM OF OFFICE

- A. Chairpersons of Standing Committees shall assume official duties on July following their election or appointment or at such time as designated by the President.
- B. Term of office shall be for two years with no more than three consecutive terms for all Standing Committee Chairpersons or until their successors are elected or appointed; term of office may be altered by a majority vote of the Board of Directors.
- C. Committee members shall not hold more than three consecutive terms of two years in the same position.

#### SECTION 6. DUTIES OF THE CHAIRPERSON

The elected chairs shall be members of the Board of Directors with voting privileges. Appointed committee chairperson shall be ex-officio members of the Board of Directors but without voting privileges. All chairpersons shall submit a report for discussion at each business meeting of the Executive Board.

SECTION 7. SPECIAL/AD HOC COMMITTEES. The formation and dissolution of Special/Ad Hoc Committees shall be approved by the Board of Directors. Such committees shall be responsible for presenting reports to the Board of Directors at regular intervals and upon completion of their assignment.

#### SECTION 8. FINANCE COMMITTEE

The Treasurer shall be responsible for establishing a Finance Committee and preparing a budget proposal for the fiscal year due at a time designated by the Board of Directors.

#### SECTION 9. STANDARD OPERATING PROCEDURE

Every Standing Committee shall have a standard operating procedure that specifies responsibility that has been approved by the Board of Directors.

### **ARTICLE VIII. SPECIAL INTEREST SECTION**

SECTION 1. The Association recognizes and supports the establishment of Special Interest

Sections related to delineated areas of occupational therapy practice.

#### SECTION 2. PURPOSE

The purpose of Special Interest Sections shall be to: a) promote knowledge in specific areas of occupational therapy practice; b) promote continuing education within each special interest section; and c) promote communication between interested therapists within the Special Interest

Section.

### SECTION 3. FORMATION

The formation of individual Special Interest Sections (SIS) shall conform to the guidelines adopted by the Representative Assembly of the AOTA.

### SECTION 4. SIS CHAIRS

SIS Chairs with the exception of the elected Special Interest Sections Coordinator shall be appointed by the President.

### SECTION 5. TERM OF OFFICE

- A. Chairpersons of Special Interest Sections shall assume official duties on July 1 following their appointment or at such time as designated by the President.
- B. Term of Office shall be for two years for all Special Interest Section Chairpersons or until their successors are appointed; term of office may be altered by a majority vote of the Board of Directors.

### SECTION 7. STANDARD OPERATING PROCEDURE

Each Special Interest Section shall have a standard operating procedure that specifies responsibilities and functions which have been approved by the Board of Directors. Chairs shall currently be working within the specialty area that they are representing.

## **ARTICLE IX. DISTRICT**

### SECTION 1. FORMATION

Five OT or OTA members in good standing with the Association, residing or working in specified geographic areas of the state of North Carolina may petition the Board to form districts of the Association. Following approval of the petition by the Board of Directors, districts of the Association may be formed. Districts shall follow the Bylaws of the Association.

### SECTION 2. MEMBERSHIP

- A. OT, OTA, and student members in good standing with the Association will be accepted for membership in the district.
- B. Other district membership classifications, qualifications, rights and privileges shall be in accord with the Association's bylaws.
- C. A member of the Association may reside or work in one district, but opt for membership in another district.

## **ARTICLE X. NOMINATIONS AND ELECTIONS**

### **SECTION 1. NOMINATIONS**

The Board of Directors will notify the membership of open Board position (s) 30 days prior to balloting. The Board of Directors shall accept a slate of nominees for the open Board position (s) to be elected by the voting membership during the 30 days prior to balloting.

### **SECTION 2. VACANCIES**

The President shall present at each Board of Directors meeting a list of vacant Board position (s) and expiring terms of office. The Board of Directors will assist with recruitment of ballots, and the collection and counting of votes. The Administrator shall indicate clearly on each ballot that write-in candidate votes will be accepted and that a majority of vote is required to elect a candidate.

## **ARTICLE XI. BOARD OF DIRECTORS LIAISON**

### **SECTION 1.**

The Board of Directors shall support the establishment of liaisons to the Board, as it deems advisable. The President shall appoint liaisons as appropriate, with the exception of the AOTA Representative and AOTA Alternate Representative who shall be elected by the AOTA membership. Such liaisons will serve during the President's term of office.

### **SECTION 2. Board of Directors Liaison**

- A. Liaison to American Occupational Therapy Association
- B. Liaison to the North Carolina Board of Occupational Therapy

### **SECTION 3. DUTIES OF LIAISONS**

Liaisons shall be non-voting members of the Board of Directors.

### **SECTION 4. STANDARD OPERATING PROCEDURE**

Each liaison shall have a standard operating procedure which specifics responsibilities and duties that have been approved by the Board of Directors.

## **ARTICLE XII. ORDER OF BUSINESS**

Except as otherwise provided, all meetings of the Association and Executive Committee and Board of Directors shall be governed by parliamentary rules and procedures stipulated in Robert's Rules of Order Newly Revised.

**ARTICLE XIII. ETHICS**

The Association shall endorse the Code of Ethics and Ethical Standard Statement of Ethics put forth by the AOTA.

**ARTICLE XIV. Discrimination Prohibition**

No person shall be excluded from service, Board Membership, or otherwise discriminated against by the NCOTA because of race, sexual orientation, religion, creed, color, or sex.

**ARTICLE XV. AMENDMENTS**

The Association Bylaws are to be reviewed at least every five years. The Bylaws may be amended, repealed, or altered in whole or part by a majority vote at any duly organized meeting of the membership of the Association. The proposed change shall be mailed to the last recorded address or sent by email to each member at least ten days before time of the meeting which is to consider the change.

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