



**KENTUCKY  
SPEECH-LANGUAGE-HEARING  
ASSOCIATION**

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January 22, 2010

Dear KSHA Member:

The KSHA Executive Council has spent time reviewing the KSHA By-Laws to ensure they provide the appropriate framework for the association and to ensure they are in accordance with ASHA By-Laws.

After careful review, the KSHA Executive Council is requesting your approval on the following changes to the KSHA By-Laws:

- To be in accordance with ASHA By-Laws, the following changes are proposed for the Full Membership requirement:
  - Full Member must hold a graduate degree with a **major** emphasis in speech-language pathology; audiology; or speech, language or hearing science. (Compared to previous language that stated “or its equivalent.”)
  - Full Member must hold a **graduate degree** and present evidence of active research, interest, and performance in the field of human communication. (Compared to previous language that state “or its equivalent”.)
- Revision to the Discrimination statement as follows:
  - Individuals shall not discriminate in their relationships with colleagues, students, and members of allied professions on the basis of race, national origin, religion, age, gender, gender identification, sex, sexual orientation or handicapping condition.
- Language to permit membership voting by mail or **electronic method** for Executive Council and Association elections as needed.
- Conflict of interest statement for the Executive Council as follows:
  - Any member of the Executive Council who sits on another board that may cause a conflict of interest in regards to voting may sit on the KSHA Executive Council in an ex-officio position
- Provision for the Executive Council to determine the fiscal year of the Association.

Please read the revised By-Laws in their entirety. These revisions will be voted on during the KSHA Annual Business Meeting at the 2010 KSHA Convention.

The KSHA Executive Council encourages you to contact any Council Member if you have any questions or concerns regarding the changes.

Sincerely,

KSHA President  
Lonnie Harris

## Bylaws of the Kentucky Speech-Language-Hearing Association

### KSHA's Mission Statement

"The mission of the Kentucky Speech-Language-Hearing Association is to enhance the provision of quality services to persons with communication disorders and their families. KSHA accomplishes this by providing broad-based educational opportunities, public awareness and policy development initiatives and by supporting professionals in speech-language pathology and audiology by promoting the highest standards for service providers."

### BYLAWS Revised February, 2010

#### ARTICLE I NAME

- Section 1 The name of this organization shall be the Kentucky Speech-Language-Hearing Association (KSHA), hereinafter called "the Association."
- Section 2 The Association is a non-stock corporation under the laws of the Commonwealth of Kentucky.

#### ARTICLE II PURPOSES

The purposes of this organization shall be to promote and encourage:

- (1) Quality speech, language and hearing services in Kentucky.
- (2) Scientific study of normal and disordered human communication and related conditions.
- (3) Prevention of human communication disorders and related conditions.
- (4) Exchange of information among members and other professional groups.
- (5) Dissemination of information to consumers.
- (6) Advocacy for the rights of persons with communication disorders.
- (7) The highest standards of professional preparation and practice.
- (8) The professional interest of the members.
- (9) Continuing education of members.

#### ARTICLE III MEMBERSHIP

- Section 1 **Membership Classification**  
There shall be five categories of membership:
- a. Full Members
  - b. Associate Members
  - c. Student Members
  - d. Honorary Members
  - e. Full Life Members
- Section 2 **Eligibility**
- a. **Full Members**
    - (1) Full Members shall:
      - a. Hold a graduate degree with a major emphasis in speech-language pathology; audiology; or speech, language or hearing science; or,
      - b. Hold a graduate degree and present evidence of active research, interest, and performance in the field of human communication;
      - c. Be eligible to vote on Association issues as appropriate; and
      - d. Agree to abide by the Code of Ethics of the Association
    - (2) The requirements for Full Membership may be waived in special instances by recommendations of the Membership Chair and 2/3 affirmative vote of the Executive Council.

**b. Associate Members**

- (1) Persons in the fields of speech-language pathology and/or audiology who do not meet minimum eligibility standards under Article III, Section 2a are eligible for Associate Membership. They shall not be voting Members of the Association.
- (2) Associate Members shall agree to abide by those portions of the Code of Ethics of the Association which pertain to their Scope of Practice.
- (3) Requirements for Associate Membership may be waived in special instances by recommendations of the Membership Chair and 2/3 affirmative vote of the Executive Council

**c. Student Members**

- (1) Persons currently enrolled as full time students in speech-language pathology and/or audiology programs are eligible for Student Memberships, and shall not be voting Members of the Association.
- (2) Verification of full-time student status from the educational institution shall be the responsibility of the applicant for student membership.
- (3) Requirements for Student Membership may be waived in special instances by recommendations of the Membership Chair and 2/3 affirmative vote of the Executive Council

**d. Honorary Members**

- (1) Those persons who have performed distinguished service for the speech-language pathology and/or audiology professions shall be eligible for nomination to honorary membership and not be voting Members of the Association.
- (2) This recognition shall be awarded upon recommendation of the Membership Chair and a 2/3 affirmation vote of the Executive Council.
- (3) Honorary Members shall be exempt from dues.

**e. Full Life Members**

- (1) Those persons who have been Full Members of the association and are fully retired from the profession shall be eligible for life membership.
- (2) The Honors and Awards Committee shall determine eligibility for Full Life Membership and shall accept and review applications for Full Life Membership.
- (3) This recognition shall be awarded upon recommendation of the Honors and Awards Chair and 2/3 affirmative vote of the Executive Council.
- (4) Full Life Members shall be exempt from dues and are voting Members of the Association.

Section 3

**Privileges of Membership**

- a. All Full Members, Associate Members, Student Members, Honorary Members, and Full Life Members shall have the right to attend and participate in all of the Association's regular and called meetings and receive any publications issued by the Association.
- b. Only Full Members and Full Life Members shall comprise the voting body of the Association, be eligible to hold office and chair standing or special committees. There is an exception for the appointed Student Members of the Executive Council, who shall have the right to vote on Executive Council business.

Section 4

**Termination of Membership**

- a. Any Full Member, Associate Member or Student Member whose dues are delinquent shall be deleted from the rolls of the Association per current KSHA Policy and Procedure until dues are current.
- b. Any Full Member, Associate Member or Student Member who violates the code of Ethics of the Association may be expelled from membership by a 2/3 vote of the Executive Council. This vote may be taken only after the individual involved has been given a written statement of the violation, been reviewed by the Ethics Chair and committee, the evidence presented to the Executive Council, and the individual

has been given opportunity to present comments to the Executive Council in person and/or in writing. See KSHA Policy and Procedure

#### ARTICLE IV DUES

Section 1 **Amount of Dues**

The amount of dues shall be determined by the Executive Council.

**Fiscal Year**

The Fiscal Year for the Association shall be determined by the Executive Council of the Association.

Section 2 **Delinquent Dues**

Members shall be periodically notified of dues renewal starting in August of the renewal year. After January 1 of the year following the renewal period of August to December, unpaid dues are considered to be delinquent. All dues not received by January 1 shall result in at least temporary termination of membership. Those with delinquent dues at the time of the annual convention shall not be able to register at the yearly convention for that year at member rates. Reinstatement of membership shall occur only after payment of current dues. See KSHA Policy and Procedure

Section 3 **Special Circumstances**

By recommendation of the Membership Chair and 2/3 affirmative vote of the Executive Council, requests for waiver or reduction of dues may be granted due to special circumstances.

#### ARTICLE V OFFICERS

Section 1 **Designation**

The officers of this organization shall be:

- a. President
- b. Past President
- c. President-elect
- d. Secretary
- e. Past Secretary
- f. Secretary-Elect
- g. Treasurer
- h. Past Treasurer
- i. Treasurer-Elect

Section 2 **Duties of Officers**

Refer to KSHA Policies and Procedures Manual

Section 3 **Terms of Office**

Officers shall serve for one year terms. No elected officer may hold more than one elected office simultaneously. All officers shall assume office on July 1 of the election year.

Section 4 **Removal from Office**

Members may petition the Executive Council for the removal of an officer. In this case, a petition clearly specifying the reason(s) for the requested removal must have a minimum of 25 voting members' signatures. Within 30 days of the receipt of this petition, the Secretary shall send a mail ballot to all members. The officer may be removed by  $\frac{3}{4}$  vote of the voting Members of the Association responding within 30 days of the original mailing.

Section 5 **Vacancies**

- a. If a vacancy occurs in the offices of President, the Secretary, or the Treasurer before the current term of office expires, the President-Elect, Secretary-Elect, or Treasurer-Elect shall discharge the duties of the particular office and shall subsequently serve out the term of office.
- b. If a vacancy occurs in the offices of President-Elect, Secretary-Elect, or Treasurer-Elect before the current term of office expires, there shall be a special election to fill those vacancies. See Policy and Procedures Manual.
- c. If a vacancy occurs in the offices of President and President-Elect, there shall be a special election to fill those vacancies. See Policy and Procedures Manual.

## **ARTICLE VI EXECUTIVE COUNCIL**

- Section 1      **Designation**  
 The voting members of the Executive Council shall be the Officers, chairpersons of all committees, members at large with no specific committee assignment, ASHA Advisory Councilors if they are members of KSHA, appointed student members, and appointed liaisons if they are members of KSHA. Any member of the Executive Council who sits on another board that may cause a conflict of interest in regards to voting may sit on the board in an ex-officio position
- Section 2      **Selection of the Executive Council**  
 Selection of the Executive Council members who are not elected positions shall be made by the President. They shall be Full Members or Full Life Members
- Section 3      **Committee Chairs and Members at Large**  
 Members at Large shall be appointed by the President and have duties as assigned. They shall be Full Members or Full Life Members of the Association
- Section 4      **ASHA Advisory Councilors**  
 These shall be members of the Executive Council as a result of election to the American Speech-Language-Hearing Association Advisory Council to represent Kentucky.
- Section 5      **Student Members**  
 One undergraduate and one graduate student from accredited colleges or universities in Kentucky shall be selected to represent students on the Executive Council and shall be appointed by their respective college or university on a rotating basis. See KSHA Policy and Procedure.
- Section 6      **Liaisons**  
 Persons who are appointed to the Executive Council representing other interests shall be appointed to the Executive Council so long as they serve in that position. They shall be allowed to vote if they are Full Members of the Association.
- Section 7      **Meetings**  
 The Executive Council shall hold quarterly meetings, one of which shall be an annual business meeting conducted at the annual convention, as well as additional meetings at the discretion of the President. Refer to Policies and Procedures Manual for specifics.
- Section 8      **Quorum**
- a. The Executive Council shall not vote on any motions unless at least 25% of the voting members of Executive Council are in attendance, however all non-voting business may be conducted. In such case, tabled motions will either (a) be put to an electronic method to all voting members of Executive Council or (b) remain tabled until the next scheduled Executive Council meeting.
  - b. When calculating the 25% quorum, the determination shall be based on a “round down” method. For example, if there are 23 member of Executive Council, 25% would be 5.75. A quorum would be calculated to be 5. Fractions shall never be

rounded up to determine a quorum. In this example, the quorum will only be six when a 24<sup>th</sup> voting member joins Executive Council.

Section 9

**Powers and Duties of the Executive Council**

- a. Formulate policies of the Association
- b. Transact all business of the Association
- c. Create and terminate special committees
- d. Report actions and recommendations to the membership on a timely basis
- e. Conduct official business in person or by telephone, mail, or electronic method as determined by the President.
- f. Approve or disapprove all business of the Association by vote of the majority of the Executive Council members present for votes or responding by other measures such as electronic method.

**ARTICLE VII MEETINGS OF THE ASSOCIATION**

Section 1

**Business Meetings of the Executive Council**

There shall be four business meetings per year, one of which shall be designated the Annual Business Meeting conducted at the annual convention. These meetings may be conducted face-to-face or by electronic method. Those members in attendance shall conduct business. The general membership shall be notified of the Annual Business Meeting at least fourteen days prior to the annual convention.

Section 2

**Special Meetings**

Special meetings may be called by the President with the majority approval of the Executive Board. A notice including time, place, date, and reason for the meetings shall be provided to the general membership of the Association at least fourteen days prior to the meeting. Those members in attendance shall conduct business.

**ARTICLE VIII ELECTION OF OFFICERS**

Section 1

**Nominations**

The Nominations and Elections Committee chaired by the Past President shall solicit nominees for elected offices and prepare a slate of nominees. Only Full Members or Full Life Members may be nominated. A proposed slate of nominees shall be presented at the Annual Business Meeting to the general membership, and floor nominations shall be accepted.

Section 2

**Elections**

Should there be more than one nominee for an elected office, votes shall be cast by secret ballot. These shall be distributed and collected by the KSHA office. This shall be accomplished by mail or electronic method. The requirement for election shall be a plurality of the votes cast by the members. When candidates are unopposed, balloting shall not occur, and officers may be elected by acclamation at the Annual Business Meeting.

## ARTICLE IX

### STANDING EXECUTIVE COUNCIL COMMITTEES, EXECUTIVE COUNCIL POSITIONS, EXECUTIVE COUNCIL SPECIAL COMMITTEES, STUDENT MEMBERS, LIASIONS TO THE EXECUTIVE COUNCIL, and EXECUTIVE DIRECTOR OF KSHA

#### Section 1

##### **Executive Council Standing Committees**

- a. The following committees are considered necessary for the proper functioning of the Association: Ethics, Governmental Affairs/Political Action, Audit, Honors and Awards, Scholarship, Archives, Nominations and Elections, Continuing Education, Regional Grants, and Audiology.
- b. The Chair of each committee shall be a Full Member or Full Life Member of the Executive Council.
- c. Members of the Standing Committees shall be solicited and appointed by the Chairperson of that committee. Committee members may be Full Members, Associate Members, Honorary Members, Full Life Members, or Student Members of the Association. Chairpersons of Subcommittees, if needed, are appointed by the committee chairperson.
- d. Duties are specified in the KSHA Policies and Procedures Manual and also at the discretion of the President.
- e. Chairs of Standing Committees shall regularly report activities at the quarterly meetings of the Executive Council.

#### Section 2

##### **Executive Council Positions**

- a. Members of the Executive Council may be assigned particular positions as needed.
- b. Current Executive Council positions shall be designated in the Policies and Procedures Manual.
- c. Duties are specified in the Policies and Procedures Manual and also at the discretion of the President.
- d. Those who hold designated Executive Council positions shall regularly report activities at the quarterly business meetings of the Executive Council and to the Executive Council as needed for immediate issues by electronic method or telephone.

#### Section 3

##### **Student Members of the Executive Council**

- a. There shall be two student members of the Executive Council, one in undergraduate school and one in graduate school.
- b. The student members shall be chosen by their university or college, and universities or colleges shall be on a rotating schedule to chose the student member. See Policies and Procedures Manual.
- c. The Student Members shall serve one year terms on Executive Council and serve as liaisons to undergraduate and graduate students, and their duties shall be specified in the Policies and Procedures Manual.

#### Section 4

##### **Executive Council Special Committees or Task Forces**

- a. Special committees shall be created and terminated by the President or on the advice of the Executive Council.
- b. The President shall appoint the Chairpersons of all Special Committees from the Executive Council or general membership as needed.
- c. Duties: As assigned
- d. Special Committees or Task Forces shall regularly report activities at the quarterly meetings of the Executive Council or to the general membership as needed and have duties as assigned.

- Section 5      **Liaisons to KSHA**  
 Individuals who serve on other Boards and/or related groups such as the Kentucky Department of Education may be appointed to serve as liaisons to serve as advisors and/or consultants to the Executive Council and shall not be voting members of the Council unless they are Full Members of the Association.
- Section 6      **Lobbyist**  
 An individual employed by KSHA shall serve as a lobbyist to the Kentucky State Legislature shall promote the interests of KSHA, attend Executive Council meetings, report regular activities to the Executive Council, and shall not be a voting member of the Executive Council.
- Section 7      **Executive Director of KSHA**
- a. An individual employed by KSHA as Executive Director shall be responsible for day to day activities in the KSHA office as assigned.
  - b. This individual shall maintain regular contact with the President of the Association
  - c. This individual shall maintain current Policies and Procedures for all office activities.
  - d. The Executive Director shall not be a voting member of the Executive Council.
  - e. The Executive Director shall have an Annual Performance Appraisal, which shall be conducted by KSHA officers as specified in the Policies and Procedures Manual.
  - f. Duties shall be specified in the Policies and Procedures Manual.

**ARTICLE X   POLICIES AND PROCECURES MANUALS**

- Section 1      **Policies and Procedures Manual**  
 There shall be two manuals kept at the KSHA Office, one for Office Policies and Procedures and one for Executive Council and KSHA Membership Policies and Procedures. The president shall keep a copy of both manuals.
- Section 2      **KSHA Office Policies and Procedures Manual**
- a. The current Executive Director employed by the KSHA shall maintain a manual of current policies and procedures related to office functions and responsibilities and maintained at the KSHA office.
  - b. The manual shall be updated on a yearly basis and presented to the Executive Council for review.
- Section 3      **Executive Council Policies and Procedures Manual**
- a. The members of the Executive Council shall maintain a manual of current policies and procedures related to the management of the Association and their specific duties.
  - b. These shall be reviewed yearly in April, presented to the Executive Council for approval, and maintained in the KSHA Office.

**ARTICLE XI   AMENDMENTS**

- Section 1      **Proposed Changes**  
 Changes to the KSHA Bylaws may be initiated by any Full Member or Full Life Member who signs and submits an amendment to the Executive Council.
- Section 2      **Discussion and Adoption of Amendments**
- a. Proposed changes to the Bylaws shall be discussed by the Executive Council at the Annual Executive Council Retreat.
  - b. Executive Council shall review proposed changes to the Bylaws at the December Business Meeting.

- c. Proposed changes to the Bylaws shall be posted to the website to the general membership at least 30 days prior to the annual convention.
- d. Changes to the Bylaws will be presented at the annual convention to the general membership.
- e. Changes to the Bylaws shall be amended by two-thirds of the vote of voting members of the Executive Council and general membership in attendance at the Annual Business Meeting.

## **ARTICLE XII    DISCRIMINATION**

### **Section 1**

#### **Individual Activities**

Individuals shall not discriminate in their relationships with colleagues, students, and members of allied professions on the basis of race, national origin, religion, age, gender, gender identification, sex, sexual orientation or handicapping condition. **All programs and activities of the Association shall be conducted in furtherance of this policy.**