

By-Laws of the Missouri Rehabilitation Association

Article I – Name

The name of this Association shall be the Missouri Rehabilitation Association.

Article II – Mission

The mission of the Missouri Rehabilitation Association is to promote an environment in the State of Missouri which gives persons with disabilities a fair opportunity to achieve quality of life through:

- Promotion and support of appropriate legislation and adequate funding.
- Promotion of quality of services provided.
- Promotion of research and training.
- Promotion of public awareness in education
- Promotion of goals and purposes of the National Rehabilitation Association.

The mission of the Missouri Rehabilitation Association shall be carried out by activities such as:

- Provide, through conference on a state level, a forum for the discussion of all the problems relating to total rehabilitation persons with disabilities.
- Encourage an interdisciplinary approach to problems of rehabilitation through maximum use of knowledge and skills of all professions.
- Increase public understanding to the social and economic gain to individuals and to the State through providing opportunities for all persons with disabilities in Missouri to become self-sufficient, self-supporting and contributing members of society.

Article III – Definitions

For the purpose of these By-Laws:

- 1) Association shall mean the Missouri Rehabilitation Association.
- 2) State shall mean the State of Missouri.
- 3) Board shall mean the Board of Directors of the Missouri Rehabilitation Association unless otherwise specified.
- 4) NRA shall mean the National Rehabilitation Association.
- 5) GPR shall mean the Great Plains Regional Association.

Article IV Membership

The membership of the Association shall consist of all NRA members who reside in the state. Any organization in the State holding sustaining membership in the NRA shall be entitled to representation in the Association as a member of the Association through the designation of one of its members for such purpose. All members of the Association shall be eligible to vote, to hold office, and to participate in the meetings and other activities of the Association.

Article V – Officers and Board of Directors

Section 1. – Elective Officers

- A. The elective officers of the Association shall be the President, President-Elect, Treasurer and Secretary.
- B. The President-Elect is elected for a one year term and shall assume the Presidency on July 1 one year following being elected. The President – Elect will be from a different region/local chapter of the state than the President when possible.
- C. The Treasurer shall be elected for a two year term and shall assume the office on July 1 of the year elected.
- D. The Secretary shall be elected for a one year term and shall assume office on July 1 of the year elected.
- E. The duties of elected officers shall be those usually pertaining to such positions, including the following specific duties assigned to each office:

President:

- 1) Call meetings of the Association, the Board and the Executive Committee.
- 2) Preside over meetings of the Association, the Board and the Executive Committee.
- 3) Nominate to the Board members to all standing committees except Nominations and Elections, which is chaired by the Immediate Past-President and members to fill vacancies of elected Board positions.
- 4) Nominate to the Board Special Committees to carry out special duties not customarily assigned to one of the standing committees.
- 5) Serve as ex-officio member of all committees.
- 6) Shall, with the Board, develop a long-range plan and regularly review the progress of the established objectives.

- 7) Shall prepare a budget for review and approval of the Executive Committee prior to the fall quarterly Board meeting.

President-Elect:

- 1) Serve on the Executive Committee.
- 2) Serve as an ex-officio member of the By-Laws Committee with full voting power.
- 3) Shall be responsible as the chairperson, for planning and coordinating the next Annual Meeting of the membership.

Treasurer:

- 1) Serve on the Executive Committee.
- 2) Shall make financial policy recommendations to the Executive Committee and to the Board.
- 3) Shall provide quarterly financial status reports to the Board.
- 4) Shall make a report of the financial status of the Association to the membership at large at the Annual Meeting.
- 5) Shall prepare and file for 501c status and Annual MO Tax Exemption Registration Form.

Secretary:

- 1) Serve on the Executive Committee.
- 2) Shall take minutes of the Board, Executive Committee and Annual Business meetings of the membership at large.
- 3) Shall provide minutes of the previous meeting to each succeeding meeting mentioned in (2).
- 4) Shall keep all meeting minutes collectively for review at each of the meetings mentioned in (2).

Section 2. - Board of Directors

- A. The voting members of the Board shall consist of the Officers, the Immediate Past-President, three Board Members at-Large, one member representing each local and campus chapter as provided in Article XIII of the By-Laws, one member representing each affiliated division of the Association whose by-laws have been approved by the Association; and the following two ex-officio members, to wit: Assistant Commissioner, Office of Adult Learning and Rehabilitation Services, Vocational Rehabilitation; and Deputy Director,

Family Support Division, Rehabilitation Services for the Blind

- B. Board Members at-Large shall be elected at the Annual Meetings for a three year term and shall each chair one of the following standing committees; Legislative, Consumer/Marketing, and Awards and serve as member of the Executive Committee.
- C. Vacancies in the office of President, President-Elect, Secretary or Treasurer shall be filled by a vote of the remaining board members. If the vacancy is in the office of President, the President-Elect shall serve as President until such time as the Board fills the vacancy. Should a vacancy occur in the position of Board Member at-Large and the time yet remaining to be filled exceeds one year, such vacancy shall be filled by the Board for a period expiring at the next Annual Meeting following the filling of the vacancy at which time the office shall be filled for the remainder of the term by election of the membership. A vacancy in the position of Immediate Past-President shall not be filled.

D. The Board Shall:

- 1) Adopt a fiscal year for the Association.
- 2) Adopt policies and procedures governing the fiscal affairs of the Association.
- 3) Establish special committees, their functions and charges.
- 4) Formulate and carry out a long range plan.
- 5) Review and recommend to membership for approval By-Law changes necessary to carry out the activities of the Association.
- 6) Propose resolutions for adoption of the membership.
- 7) Set the time and place for the Annual Meeting.
- 8) Conduct Board business and voting through alternate meeting formats including, but not limited to: conference calls, electronic communication via email, Skype, WebEx, GoToMeetings and other similar information technology platforms.
- 9) Exercise leadership in activities which promote the mission of the Association, such as: reviewing committee activities and progress on long-range objectives; requiring audits and fiscal reports; developing an annual budget; reviewing and responding to national state rehabilitation legislative issues; and conducting membership campaigns.
- 10) Non-Performance of Duties: If an elected officer is not fulfilling their duties of office, the Board may, by a two-thirds majority vote, declare the office to be vacant. The Board may fill the vacancy on a temporary basis until the elected officer is able to resume the duties of the office. No elected officer shall be allowed to resume the duties

of office to which previously elected after a successor has been elected by the membership.

Article VI – Meetings

During each calendar year, the Board through the President shall call one announced meeting of the Association membership which is to be known as the Annual Meeting. Additional special meetings of the membership may be held with the Board approval. Each member shall be given written notification of each meeting by mail at the address supplied by the member at the time he/she pays his/her annual dues to the NRA.

The President shall call Board meetings usually on a quarterly basis. It is highly recommended that the fall Board business meeting will include a Board retreat to review and establish objectives of the long range plan.

Article VII – Dues

No dues shall be charged for membership in the Association. A registration fee in an amount to be approved by the Board may be charged for attendance at the Annual Meeting or at a special meeting.

Article VIII – Fiscal Policies

The fiscal year shall be July 1 through June 30. The Executive Committee will approve a budget to be submitted to the Board for approval at the first quarterly meeting. An internal audit will be conducted annually and sent to the Board by September 1st. The results shall be reported to the membership in the following MRA newsletter.

Expenses consisting of meals, lodging and transportation of officers, board members, committee members, and professional members may be paid from the Association Treasury provided; prior Board approval of such activity is obtained.

Any expenses deemed by the Board to be reasonable and proper liability of the Association may be paid from the Association Treasury.

The Board may require that the Treasurer be bonded, and if such requirement is made, the cost of the bond shall be paid from the Association funds.

Following NRA notification, and approval by the Association Executive Board the Association Treasurer shall reimburse each active local chapter in the amount of 10 percent of the NRA dues paid by the members of the local chapter.

The Association will apply all financial policies and procedures found in the MRA Financial Policies and Procedures Manual.

The Board may make special provisions for financially assisting an active local chapter division.

Article IX – Committees

The Association may have the following standing committees:

Executive Committee	Auditing
Legislative	Membership
Nominations & Elections	Consumer/Marketing
By-Laws	Budget

The membership of the Executive Committee shall consist of seven persons: the President, President-Elect, Immediate Past-President, Secretary, Treasurer and three Board members appointed to the Executive Committee by the President, subject to confirmation by the Board. The President shall serve as the chair-person of the Executive Committee.

The Executive Committee:

- 1) Perform such functions of the Board as may be delegated to it by the Board.
- 2) Perform, between Board meetings, all functions of the Board necessary to assure the orderly operation of the Association, except such functions as the Board may reserve for itself.

The President shall, subject to confirmation by the Board, appoint chair-persons and membership to all committees or delegate the membership appointments to the respective chair-persons; however, the Immediate Past-President shall serve as a voting member and chair-person of the Nominations and Elections Committee. In the event of a vacancy in the position of Immediate Past-President, the President shall, with Board confirmation, appoint the chair-person. The membership of the Nominations and Elections Committee shall consist of a representative from each local chapter. The responsibilities of the Nominations and Elections Committee are described in Article XI – Elections.

The Legislative Committee shall:

- 1) Review national and state rehabilitation legislative issues and shall recommend to the Board that the Association take a public stand on specific issues.
- 2) Request the Executive Committee to authorize the President, by majority vote, to speak on behalf of the Association to legislative person(s) or at a legislative hearing(s).
- 3) Notify the President when a legislative issue requires a timely response. The President determines whether or not to notify the membership.

The Auditing Committee shall:

- 1) Conduct an internal audit of the Association's fiscal records, at the end of a treasurer's 2 year term. The audit will be conducted by September 1 of the

close of the fiscal year, and report the results to the membership in the following MRA Newsletter.

- 2) Conduct other audits of the Association's fiscal records at the request of the Board.

The By-Laws Committee shall:

- 1) Conduct an annual review of the Association's By-Laws and recommend to the Board changes necessary to carry out the activities of the Association.
- 2) Review annually by September 1st the By-Laws of NRA and GPR to ensure that the Association's By-Laws are in proper alignment as required by the NRA and GPR By-Laws.
- 3)

The Membership Committee shall:

- 1) Keep updated records of the membership Association.
- 2) Encourage retention of current members and new members to the Association.
- 3) Provide a membership list to the Nominations and Elections Committee seven (7) days prior to the Annual Meeting.
- 4) Provide a membership list to the Board as requested.
- 5) Work with the Treasurer to reimburse active chapters their rebates.

The Consumer/Marketing Committee shall:

- 1) Identify the needs of persons with disabilities in the State.
- 2) Recommend to the Board programs and promotional activities to advocate for services and legislation to meet those identified needs.
- 3) Serve on Conference Committee assisting with programs.
- 4) Highlight consumers-be responsible for getting an article, highlighting a consumer, for each newsletter.

The Awards Committee shall:

- 1) Coordinate the nominations and presentation of yearly awards to include but not limited to Stevenson's Award, Legislative Award and Administrator of the Year.
- 2) Nominate Missourians for regional/national awards.

Special committees may be appointed by the President with Board confirmations to carry out special duties not customarily assigned to one of the standing committees.

The determination of the number of members to appoint to each committee shall expire each year at the close of the Annual Meeting next following such appointment.

Article X – Elections

Elections of a President Elect, Secretary, Treasure and Board Member at Large shall be conducted during the annual meeting. In order to run for an elected position on the Board (President-Elect, Secretary, Treasurer, or Board Members-at-Large) a person must: 1) have been a member of MRA/NRA for one year, 2) Be employed in the field of rehabilitation or disability – related services. Any member wishing to vote on the slate of officers and unable to attend the Annual Meeting may request an absentee ballot, following procedures established and managed by the Nominations and Elections Committee.

Procedures for absentee voting:

- 1) The Nominations and Elections Committee, chaired by the immediate Past-President, will submit slate of nominees no later than the March Board meeting prior to the conference.
- 2) The slate of nominees will be printed in the April Newsletter with notice that ballots may be requested from the Chair-person of the Nominations and Elections Committee or his/her designee immediately after distribution of the Newsletter, or, the ballot may be printed in the Newsletter and mailed to the chair-person or his/her designee.
- 3) Names of members requesting an absentee ballot will be checked off the membership list. The same membership list will be used during elections at the Annual Meeting.
- 4) Ballots must be received by the Nominations and Elections Committee seven days prior to the start of the Annual Meeting.
- 5) Ballot will remain sealed and uncounted until the closing of voting at the Annual Meeting.

Article XI – Selection of Delegates

The Association may select delegates to the NRA Delegate Assembly, but such delegates shall be certified to the NRA through the Association as delegates representing the Association. All delegates selected to represent the Association in the delegate Assembly of the NRA/GPR must comply with the Requirements of the NRA/GPR.

The delegates shall be appointed by the President after deliberation on the following considerations:

- 1) Availability to attend the annual meeting of the NRA/GPR.
- 2) Equitable representation of all persons and organizations comprising the membership.

- 3) State-wide representation according to concentration and geographical location of the membership.

Article XII – Local and Campus Chapters

Members of the Association may organize local or campus chapters for the purpose of promoting the objectives of the Association in their areas and making the viewpoints of the members known to the Association. Such chapters shall not represent the Association in any matter of policy.

Each local campus chapter may elect to assess up to a \$2.00 per annum for the chapter's use from each of its members and may engage in other means of raising revenue.

All local or campus members must be members of NRA. All local or campus members must maintain their NRA membership by paying their dues annually.

The Board of the Association specifies that an active chapter must meet the following conditions:

- 1) Submit list of officers by July 1st (this should include name, address & telephone #).
- 2) Maintain local chapter finances in an account separate from the Association.
- 3) Submit financial report (treasurer's report or Bank statement) twice a year (August 1st & February 1st).
- 4) Hold 1 meeting a quarter and submit minutes of said meeting to the Association Secretary.
- 5) A copy of the written By-Laws must be submitted to By-Laws Chairperson.
- 6) Submit necessary paperwork and documentation requested by the Association for internal audits

Each active local or campus chapter shall be entitled to name one of its members to serve on the Board of Association. The By-Laws of an accredited local or campus chapter shall specify how such a Board member shall be selected and certified to the Board, how a vacancy shall be filled and the term of office.

Article XIII – Divisions

Members of the Association, who are representative of a scientific, professional or special interest segment of the Association, may form a Division of the Association. Each Division shall have its own By-Laws and officers. A copy of the By-Laws must be approved by the Board and filed with the By-Laws chairperson. The By-Laws of the Division shall set forth the purposes of the Division and shall contain provisions that will insure compliance with the By-Laws of the Association and policies of the Association as established by the Board of the Association.

A Division may retain its divisional status by observing the following requirements:

- 1) Holding at least one announced meeting a year in connection with the Annual Meeting of the Association and submitting a copy of the meeting minutes to the Board.
- 2) Submit a treasurer's report or copy of financial statement twice a year (August 1st and February 1st).
- 3) Submitting a copy of the By-Laws to the By-Laws chairperson. Refraining from making changes in its By-Laws or supporting any action that would be in conflict with the By-Laws of the Association.

Article XIV - Quorum

A quorum for the conduct of business at the Annual Meeting or special meetings of the membership shall be twenty-five (25). A quorum for conduct of business by the Board shall be a majority of its current voting membership (at least 5 of 8 elected officials).

Article XV - Amendments

The By-Laws may be amended by any one of the following methods:

By a majority of those present and voting at the Annual Meeting if the proposed change is recommended by the By-Laws Committee.

By action taken by a majority of the Board, provided that such an amendment does not conflict with these By-Laws and provided further that such an amendment may remain in force only until the close of the next Annual Meeting following its adoption by the Board.

Article XVI - Rules of Order

Robert's Rules of Order shall govern business meetings of the membership and Board when they are not in conflict with the By-Laws of the Association or rules adopted by the membership or Board.

NOTE: This is a copy of the By-Laws as amended June 5, 1990, Cape Girardeau, MO and amended June 8, 1992, Springfield, MO and amended June 7, 2004, Osage Beach, MO and amended May 22, 2017, Osage Beach, MO.