

Bylaws

THE OCCUPATIONAL THERAPY ASSOCIATION OF COLORADO, INC

Adopted October 13, 2018

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THE OCCUPATIONAL THERAPY ASSOCIATION OF COLORADO, INC

ARTICLE I. NAME, PUBLICATION, CONTACT INFORMATION

Section 1: Name

The organization will be called the OCCUPATIONAL THERAPY ASSOCIATION OF COLORADO, INC., hereinafter referred to as the Association or OTAC.

Section 2: Publication

The Association will publish an official newsletter.

Section 3: Contact Information

The Executive Committee members will determine the post office address, the email address, the website, the social media platform(s), and/or any other contact methods for THE OCCUPATIONAL THERAPY ASSOCIATION OF COLORADO, INC.

ARTICLE II. PURPOSE OF THE ASSOCIATION

The purpose of the Association is to advance and support the occupational therapy profession and Occupational Therapy Practitioners within Colorado. Refer to the mission statement of OTAC for the current focus of the organization. This is accomplished by tracking and acting upon legislative and financial issues that affect the profession, providing professional development and continuing education opportunities to members, and serving member needs to remain professionally connected with peers and recognized within the state for their work. The Association does not function as a regulatory agency for the state of Colorado in the delivery or management of occupational therapy services. Any reference to OT Practitioners in this document may be described as those professionals using the initials: OT; OTR; OTR/L; OT/L; BS OT; MOT; MS OT; OTA; COTA; COTA/L; OTA/L; OTD; DOT; Dr. OT; or other recognized initials of the occupational therapy profession.

The Association will operate in accordance with and will comply with the rules set forth in the Bylaws of the American Occupational Therapy Association, hereinafter referred to as AOTA.

ARTICLE III. MEMBERSHIP

Section 1: Membership Classes

1. Occupational Therapists
2. Occupational Therapy Assistants
3. Occupational Therapy students including OT students and OTA students;
4. Honorary members;
5. Sustaining members;
6. Retired members;
7. Corporate members, including Organization and/or Business members; and
8. Associate members.

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Section 2: Membership Qualifications

1. OT Practitioner members must be certified under requirements set by the Representative Assembly of AOTA (Refer to AOTA Bylaws). Occupational Therapy Practitioners as referenced above (Article II, Section 1) must have met the following criteria:
 - A. Obtained an associate, bachelors, masters, or doctoral degree in occupational therapy from a program accredited by The Accreditation Council for Occupational Therapy Education, or from an American Occupational Therapy Association accredited program, or from an institution chartered outside of the United States that has been validated by The World Federation of Occupational Therapy and the AOTA and,
 - B. Completed a successful internship under an occupational therapist and,
 - C. Successfully passed the entry registration or certification examination and has an initial certificate issued by the National Board of Certification for Occupational Therapy, the American Occupational Therapy Certification Board, or the American Occupational Therapy Association.
2. Student members will be entry level and enrolled in an ACOTE or WFOT accredited or approved occupational therapy program, occupational therapy assistant program, or a program that has filed a request for the initial on-site survey at a graduate, undergraduate, or associate degree level.
3. Honorary members must have been a member of the Association for at least 20 years, performed distinguished service for the Association, and must be elected by a majority vote of the OTAC membership. The name of the candidate for honorary membership must be presented in writing to the Executive Board of the Association with the signatures of at least ten (10) members in good standing. The Board will receive the petition at least two months prior to the annual meeting. If the Board acts favorably, the members of the Association will be notified of the nomination at least thirty (30) days prior to the annual meeting. The Board can present only one candidate for election within any one fiscal year.
4. Sustaining member status allows an individual to be recognized for providing additional financial support for the Association. Sustaining members are OT Practitioners in good standing who pay the membership fee according to the fee structure approved by the Executive Board as well as an additional financial contribution.
5. Retired member status allows OT Practitioners who no longer hold a Colorado license to practice Occupational Therapy to maintain active OTAC membership at a fee structure as approved by the Executive Board.
6. Corporate members are organizations or businesses that are approved by the Executive Board and support OTAC by paying a fee according to the fee structure as approved by the Executive Board. Corporate membership is reviewed by the Executive Board as needed. Corporate Membership status is routinely updated on the OTAC website.
7. Associate membership is available to individuals who are not OT Practitioners and would like to be a member of OTAC and pay a fee according to the fee structure as approved by the Executive Board.

Section 3: Members in Good Standing

A member is in good standing if they meet the qualifications for membership in the appropriate classification, have paid the appropriate fee, and uphold the standards and ethics of the Association. An OT Practitioner is in good standing if they are also legally in compliance with the State of Colorado's *OT Practice Act* and Rules and Regulations per the Colorado Department of Regulatory Agencies (DORA).

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Section 4: Rights and Privileges of Members in Good Standing

- A. OT Practitioners, student members, honorary members, sustaining members, and retired members in good standing:
- may vote in the election of Executive Committee members, Board Chairs, Representatives of the Association, the amendment or revision of the Association Bylaws, and in voting at any business meetings of the Association;
 - may serve on committees of the Association;
 - are welcome to attend OTAC Board meetings;
 - receive all regular membership mailings, electronic messages, and other communications of the Association.
- B. OT Practitioners, honorary members, and sustaining members in good standing are eligible for the privilege of holding the office of:
- President
 - Vice President
 - Secretary
 - Treasurer
 - President-Elect
 - Treasurer-Elect
 - Board Chair
 - Association Representative
 - Other OTAC leadership roles
- C. Student members in good standing are eligible for the privilege of holding the office of Student Representative for their respective academic institution.

Section 5: Rights and Privileges of Corporate and Associate Members

Corporate and Associate members will receive all regular communications of the Association. Corporate and Associate members are welcome to attend public OTAC events as related to interests and needs of the members of the Association. Corporate and Associate members will not have voting rights and may not serve on the Association's committees.

Section 6: Transfer of Membership

The Association will accept into the membership an individual transferring from another affiliated state association of the AOTA. Presentation of proper credentials duly signed by the President of the affiliate state association from which the individual member is transferring will entitle the individual to OTAC membership for the remainder of the fiscal year. Membership is not transferrable from one OTAC member to another person or entity.

ARTICLE IV. MEETINGS OF THE MEMBERSHIP OF THE ASSOCIATION

Section 1: Routine OTAC Board Meetings

The OTAC board will be scheduled to meet every other month. Board meetings will occur at least four times a year. All routine OTAC board meetings are open to OTAC members.

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Section 2: Special Board Meetings

A: Annual Business Meeting

The Annual Business Meeting of the members will be conducted in each fiscal year.

B: Ad Hoc Meetings

The Executive Board or 5% of the voting members may call ad hoc meetings of the members at any time.

C: Educational Meetings

Meetings for the purpose of carrying out the educational objectives of the membership will be held throughout the year. These educational meetings may be in conjunction with a business meeting of the Association. The educational meetings will be developed in coordination with the Board Chair for Professional Development and/or Board Chair for Conference. Registration for educational meetings may be open to the public.

D: Executive Session

Members of the Executive Board may call special meetings of the Executive Board in order to conduct Association business.

Section 3: Voting

Membership Voting

At any annual, special, or regular meeting of the membership, all voting will be done in person only (e.g.; proxy votes are not accepted), and each individual voting member in good standing will have one vote. If necessary, the President will conduct the process for a vote by email. A quorum of the members' responses must be received in order to pass/fail. A non-response will not constitute a vote. Mail, electronic, or telephonic transmission ballots may be used to elect Executive Committee members, vote on Board motions, or other necessary matters. Ballots must have a method of authenticating the eligibility of each voter (e.g., a member number).

Quorum for Membership Votes

Ten (10) percent of the voting membership constitutes a quorum.

ARTICLE V. BOARD

Section 1: Name

The executive body of the Association is named the Executive Board and is also known as the Board. The Board consists of the Executive Committee members, Board Chairs, and Association Representatives.

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Section 2: Composition of the Board

A. Voting Members

The voting members of the Board will be the Executive Committee members, the Board Chair of Communications, the Board Chair for Conference, the Board Chair for Fundraising, the Board Chair for Member Services, the Board Chair for Professional Development, the Board Chair for Public Policy, the OT Representative, the OTA Representative, and the OT and OTA Student Representative collective.

All Student Representatives, from all academic programs, will have one consolidated voice and vote, whether the positions are each held by one individual or co-chaired.

Voting will generally be done in person, at the Board meetings. If necessary, the President will conduct the process for a vote by email.

B. Non-Voting Members

The members of the Board without voting privileges will be the officers-elect, District coordinators, Special Interest Section coordinators, task force chairpersons, ad hoc committee chair persons, and standing committee chairpersons. Officers-elect may include President-elect and Treasurer-elect.

C. Quorum for Board Votes

A majority of voting Board members (i.e. 66%; 2/3rds) present will constitute a quorum. If voting is done by email, the majority of the board members (i.e. 66%; 2/3rds) response must be received to consider it a valid vote. A non-response will not constitute a vote.

Section 3: Presiding Officer

The President of the Association will be the presiding Officer of the Board. In the absence of the President, the Vice President will be the presiding Officer at meetings. If the Vice President is not available or the position is vacant, the President may assign a Board member to preside over a Board meeting.

Section 4: Functions

The Board will:

1. Be responsible for implementation and adherence to these Bylaws and the Articles of Incorporation;
2. Establish policies and standard operating procedures for management of the fiscal functions of the Association;
3. Recognize, utilize, and facilitate member input for identification of issues;
4. Provide resources and stimulate member actions accordingly;
5. Coordinate efficient and productive processes for the uniform management of Board and member actions;
6. Each member will complete their position per their given job description. The Executive Committee members have the ability to ask a Board member to resign if they do not fulfill the position's job responsibilities. The Board member asked to resign may reserve the right to appeal to the entire Board for a full Board vote. The vote of the Board will be the final decision.

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Section 5: Meetings

A. Meeting Attendance Requirements for Board Members

1. All members of the Board must attend a minimum of 66% (i.e. 2/3rds) of the meetings.
2. As a first step, if a Board member does not meet the attendance requirement, they will be asked for a decision to commit or resign. As a second step, if a Board member does not meet the attendance requirement for two quarters, they will automatically be terminated from office.
3. Vacancies created by this policy are referred to in Article VI, Section 6.

ARTICLE VI. EXECUTIVE COMMITTEE OF THE BOARD

Section 1: Definition of Executive Committee of the Board

The Executive Committee of the Board, also known as the Executive Committee, consists of the President, Vice President, Secretary, and Treasurer.

Section 2: Eligibility and Qualifications

In order to be eligible for the offices of President, Vice President, Secretary, Treasurer, President-Elect, and Treasurer-Elect, a person must be an Occupational Therapist or an Occupational Therapy Assistant, an active member in good standing with the Association, be approved by the Board, and be a member of AOTA.

Section 3: Election

Members of the Association in good standing elect the Executive Committee by individual vote. The majority of votes cast determine election results.

Section 4: Terms of Office

The term of office for President, Vice President, Secretary, and Treasurer will be two years. Each may serve no more than two consecutive terms in the same office. With approval of the majority of the Board members, term limits may be waived when a situation to do otherwise would cause undue hardship to the Association.

The term of office for President-Elect and Treasurer-Elect may be up to one year and will precede their term of office as President and Treasurer respectively.

Section 5: Duties

In addition to the rights and duties provided elsewhere in these Bylaws, or as custom or parliamentary usage may require, Executive Committee members have the rights and duties respectively assigned to them in succeeding sections of the Article, in the Standard Operating Procedures of the Association, and in job descriptions. The Executive Committee assists the President to facilitate and coordinate the management functions and activities of the Executive Board and the Association.

Executive Committee meetings and communications are called at the discretion of the President. Communications and/or minutes of the Executive Committee meetings will be disseminated at the following meeting of the full Board.

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A. President

The President will be the primary executive officer of the Association and supports the mission of the Association. The President's major responsibility will be to facilitate and coordinate management functions and activities of the Association in accordance with the purposes and Bylaws of the Association and AOTA's current code of ethics. The President will have the power to sign all written obligations of the Association deemed by the State of Colorado and the Internal Revenue Service along with the responsibilities attributable to such power, including the submission of an annual report. The President will be bonded; the expense of said bond is borne by the Association. The President presides over all Executive Board Meetings, Executive Committee Meetings, Annual Business Meetings, and other special assignments as requested by the Executive Board. The President will be a member of all committees except the Nominations Committee. The President will represent the Association in contacts and relationships that are made to carry out functions of OTAC.

The President will assure the advocacy of occupational therapy in all functions and activities of the AOTA. The President will facilitate communication and sharing of resources with the AOTA and other state associations, including participation at the annual meetings of the Affiliated State Association Presidents (ASAP) and AOTA. A designated representative may attend and respond to requests from the AOTA in the event the President is unable to do so.

B. Vice President

The Vice President supports the mission of the Association serves as a member of the Board and the Executive Committee. The Vice President supports the activities of designated Board Chairs, Association Representatives, and committees as requested by the President. The Vice President is the Chairperson of the Recognitions Committee. The Vice President interfaces with other professional organizations and agencies on the Association's behalf as requested by the President. In the absence of the President, the Vice President will preside over any or all meetings.

C. Secretary

The Secretary supports the mission of the Association and is responsible for recording minutes of the meetings and other correspondence of the Association, the Board, and the Executive Committee. The Secretary tracks the motions and charges of meetings for continuity and follow-up of actions identified. The Secretary is the custodian of the corporate documents of the Association. The Secretary will maintain a copy of the current Bylaws and file them with the AOTA as indicated. The Secretary will maintain a copy of the current Standard Operating Procedures for the Association. The Secretary is responsible for maintaining and updating the Bylaws and will assign an ad hoc Bylaws Committee on an as needed basis. The Board, in consultation with the ad hoc Bylaws Committee members, will function as the body responsible for upholding the Bylaws as related to the issues and strategies of the Association.

D. Treasurer

The Treasurer supports the mission of the Association. Under the direction of the Executive Committee, the Treasurer is responsible for the deposit of dues and other monies paid into or belonging to the Association, keeping Association accounts, disbursing funds, and signing the checks for the Association. The Treasurer will be bonded; the expense of said bond is borne by the Association. The Treasurer will prepare and submit a financial statement which indicates the current status of budget for

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routine OTAC board meetings, at the annual meeting, and periodically as requested by the President. The Treasurer will submit records for a periodic review for fiduciary purposes. The Treasurer serves as a member of any committee concerned with the Association's finances. As appropriate, the Treasurer will oversee assigned fiduciary duties in coordination with a third party.

E. President-Elect

The President-Elect serves in an apprentice-type capacity in preparation for assuming the duties of the President. The President-Elect serves as a non-voting member of the Board and Executive Committee and will perform other assignments as requested by the President.

F. Treasurer-Elect

The Treasurer-Elect serves in an apprentice-type capacity in preparation for the assuming the duties of the Treasurer. The Treasurer-Elect serves as a non-voting member of the Board and Executive Committee and will perform other assignments as requested by the President and Treasurer.

Section 6: Vacancies

In the case of a vacancy in the office of President, the Vice President becomes President for the remainder of the term. Should the President and Vice President positions become vacant at the same time, a special election will be held. In the interim, the Secretary will serve as President pro tem. In the event of a vacancy in the office of Treasurer or Secretary, the Vice-President will assume the responsibilities of the respective office until the vacancy is filled.

ARTICLE VII. BOARD CHAIRS, ASSOCIATION REPRESENTATIVES

Section 1: Board Chairs

A. Definition of Board Chair Positions

The Board Chair positions are the Board Chairs of Communication, Conference, Fundraising, Member Services, Professional Development, and Public Policy.

B. Purpose

The purpose of the Board Chair positions are to develop and coordinate the functions related to the Association's mission in following areas: Communications, Conference, Fundraising, Member Services, Professional Development, and Public Policy

C. Eligibility and Qualifications

To be eligible for the office of a Board Chair a person must be an Occupational Therapist or an Occupational Therapy Assistant, an active member in good standing with the Association, be approved by the Board, and be a member of AOTA.

D. Duties

The Board Chairs are members of the Board and support the mission of the Association. The Board Chairs provide leadership and management of Association tasks in their area of responsibility. The Board Chairs are accountable to the whole of the Executive Board. They coordinate the activities of the Association, collaborate with other Board and/or committee members, and comply with relevant Standard Operating Procedures (SOPs)

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and job descriptions.

1. **Board Chair for Communication**
is responsible for various methods of Association communications and public relations management. This may include website, social media, and newsletter.
2. **Board Chair for Conference**
provides leadership, coordination, and support for conference(s). This includes leading the Conference Committee to plan and implement all conference activities.
3. **Board Chair for Fundraising**
plans and implements fundraising activities in cooperation with the Board and membership for the purpose of financially supporting the Association.
4. **Board Chair for Member Services**
provides leadership, coordination, and support for membership recruitment and retention. This may include designing and developing member benefits in response to needs and satisfaction.
5. **Board Chair for Professional Development**
leads, coordinates, and supports professional development opportunities including functions of District Coordinators and/or Special Interest Sections and student representatives. Other potential educational areas of interest and/or need of the membership may include monitoring trends in healthcare, academic education, clinical practice and research.
6. **Board Chair for Public Policy**
chairs the Legislative Committee and provides leadership and support for state and national issues that impact Association members and the Occupational Therapy profession in Colorado. This may include guiding the state lobbyists, spearheading legislative activities, monitoring trends in healthcare and regulations, and disseminating information to membership.

E. Terms of Office

The terms of office will be two years for each Board Chair position.

F. Election

The Board Chairs will be elected by individual vote of the qualified Association members per Article X. The majority of votes cast will determine election results.

Section 2: Association Representatives

A. Definition of Association Representative Positions

Association Representatives include the OT Representative, OTA Representative, and the Student Representatives.

B. Purpose

The Association Representatives are responsive to and advocate for member needs and interests based on their respective professional roles.

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C. Eligibility and Qualifications

To be eligible for the offices of Association Representatives a person must be a member of the Representative role, an active member in good standing with the Association, be approved by the Board, and be a member of the AOTA.

D. Functions

1. OT Representative

will support the mission of the Association, function as a member at-large, and serve as a communication link between OT/OTR members and the Board.

2. OTA Representative

will support the mission of the Association, function as a member at-large, and serve as a communication link between OTA/COTA members and the Board.

3. Student Representatives (OT and/or OTA)

will support the mission of the Association, be concerned with student member issues, report to the Board Chair for Professional Development, and serve as a communication link between their academic program(s) and the Board.

E. Terms of Office

The roles of OT and OTA Representative will be elected by the Association membership for a two (2) year term. Student Representatives serve a one to two (1-2) year term depending on the election cycle established by the Student Occupational Therapy Association (SOTA) of their respective academic program.

F. Election

The Representatives will be elected by individual vote of the qualified Association members per Article X.

All OT and OTA student representatives will have one (1) collective vote. OT and OTA student representatives will be elected by the SOTA at their respective academic program.

ARTICLE VIII: DISTRICTS & SPECIAL INTEREST SECTIONS

Section 1: Districts

A. Purpose

Districts are formed in specific geographic regions of the state for the purpose of continuing education, professional development, and networking for area members. Districts may also serve as a central gathering point for members to express needs and interests to the Association. The District will support the mission and purpose of the Association.

B. Formation

Districts are formed in collaboration with the Board Chair for Professional Development. Association members can form a District based on common interests and geographic proximity. The reason(s) for forming a District will be expressed in writing to the Professional Development Chair, who will submit the formation request to the Board. Approval of a majority of the members of the Board will be necessary to establish a District.

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Preapproved funds or in-kind services for District special events may be requested. The budget and justification of expenses will be submitted from each District to the Treasurer. The Treasurer, following approval by the Board, will provide the District with the indicated support.

Districts will create guidelines that reflect their purpose and coincide with the mission of the Association. Districts will maintain communication with the Board Chair for Professional Development on a routine basis.

C. Composition

All members of the Association are eligible to participate in Districts. All participants in OTAC affiliated Districts must be Association members.

D. Meetings

Meetings will be determined within each District's guidelines.

Section 2: Special Interest Section(s)

A. Purpose

Special Interest Sections (SIS) are formed around a specific knowledge or skill area of occupational therapy, for the purpose of continuing education, professional development, and networking for members. Each SIS may also serve as a central gathering point for members to express needs and interests to the Association.

Special Interest Sections are based on common professional interests and exist to develop member knowledge and skill in specific areas of occupational therapy. Members of a SIS may be subject matter experts and serve as a resource to the Board and Association members. Each SIS will support the mission and purpose of the Association.

B. Formation

Special Interest Sections (SIS) are formed in collaboration with the Board Chair for Professional Development. The reason(s) for forming a SIS will be expressed in writing to the Professional Development Chair, who will submit the formation request to the Board. Approval of a majority of the members of the Board will be necessary to establish a SIS.

Preapproved funds or in-kind services for SIS special events may be requested. The budget and justification of expenses will be submitted by each SIS to the Treasurer. The Treasurer, following approval by the Board, will provide the SIS with the indicated support.

Each SIS will create guidelines that reflect their purpose and coincide with the mission of the Association. Each SIS will maintain communication with the Board Chair for Professional Development on a routine basis.

C. Composition

All members of the Association are eligible to participate in SISs. All participants in OTAC affiliated SISs must be Association members.

D. Meetings

Meetings will be determined within each Special Interest Section's guidelines.

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ARTICLE IX. STANDING COMMITTEES, AD HOC COMMITTEES, AND TASK FORCE COMMITTEES

Section 1: Standing Committees

Standing Committees are cohorts created to perform a particular function on behalf of the Association's membership at large. Members of the Association's Standing Committees will have the expertise, time, and energy to fulfill the general responsibilities of these work groups.

The Standing Committees of the Association are the Conference Committee, Legislative Committee, Member Services, Newsletter Committee, Nominations Committee, Professional Development Committee, and Recognitions Committee.

A. Conference Committee

1. Purpose

The Conference Committee is a standing committee that plans, coordinates, markets, and delivers conference(s) annually or as determined by the needs of the Association. The Conference offers educational and networking opportunities based on the needs and interests of the membership. The Conference also serves as a fundraising event for the Association.

2. Composition

The Board Chair for Conference serves as the Conference Committee chairperson and serves as the liaison to the OTAC Board. The Board Chair for Conference is responsible for selecting additional committee members who reflect the diverse interests of the Membership. The Conference Committee includes members in good standing and may also include relevant stakeholders. The Conference Committee members will have the expertise, time, and energy to fulfill the committee's purpose.

B. Legislative Committee

1. Purpose

The Legislative Committee is a committee that serves to address the current and/or projected legislative, regulatory, and public policy needs for the Association's members. The Legislative Committee's tasks may include interacting with lobbyists, organizing OTAC Hill Day, and/or other relevant events as based on the needs of the organization. Pertinent issues may include areas such as third party reimbursement, scope(s) of practice, and/or other governmental concerns. The committee may also collaborate with national organizations on issues that impact the profession on a national level.

2. Composition

The Board Chair for Public Policy is the Chairperson of the Legislative Committee and is responsible for selecting other additional committee members who reflect the diverse interests of the Membership. Committee members may include Association members in good standing, the OTAC Lobbyist(s), and as requested, leaders in various fields particular to the legislative issue(s).

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C. Member Services Committee

1. Purpose

The Member Services Committee is a committee that serves to address membership recruitment, satisfaction, and retention. The Member Services Committee tasks may include addressing current and projected membership value and the profession's well-being in response to members' and potential members' needs and satisfaction.

2. Composition

The Board Chair for Member Services is the Chairperson of the Member Services Committee and is responsible for selecting other additional committee members who reflect the diverse interests of the Membership. Committee members are Association members in good standing.

D. Newsletter Committee

1. Purpose

The Newsletter Committee is a standing committee that serves to solicit, review, edit and approve newsletter article submissions. The Newsletter Committee assists the Board Chair for Communication in publishing the OTAC Newsletter and will facilitate the use of the OTAC Newsletter as a communication link between the Board and the membership.

2. Composition

The Board Chair for Communication is the Chairperson of the Newsletter Committee and is responsible for selecting other additional committee members who reflect the diverse interests of the Membership. Committee members are Association members in good standing, have expertise, skills and may have historical knowledge relevant to the Association and the profession.

E. Nominations Committee

1. Purpose

The Nominations Committee is a standing committee that will develop a nominating slate for the Executives of the Board, Board Chairs, and Association Representatives of the Association. Article X and relevant SOPs serve as guides for the Nominations Committee.

2. Composition

The Executive Committee will appoint the Chairperson of the Nominations Committee with Board approval. Members of the Nominations Committee will include at least one Association Representative, along with OTAC members in good standing.

F. Professional Development Committee

1. Purpose

The Professional Development Committee is a committee that serves to provide professional development opportunities for the Association's members. The Professional Development Committee tasks may include coordinating continuing

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education opportunities, collaborating with leaders of Districts and/or Special Interest Sections, and overseeing student representatives.

2. **Composition**

The Board Chair for Professional Development is the Chairperson of the Professional Development Committee and is responsible for selecting other additional committee members who reflect the diverse interests of the Membership. Committee members are Association members in good standing.

G. **Recognitions Committee**

1. **Purpose**

The Recognitions Committee seeks member-submitted nominations and honors individuals who have provided outstanding service to OTAC or the profession within Colorado. Nominees are reviewed by the Committee and submitted to the OTAC Board for review and final selection. Selected individuals or organizations may be honored at the OTAC Annual Business Meeting.

2. **Composition**

The Vice President of the Association is the Chairperson of the Recognitions Committee and determines the members and processes of the committee. Members of the Recognitions Committee are OTAC members in good standing.

Section 2: Ad Hoc Committees

Ad Hoc Committees are formed on an as needed basis as deemed necessary by the Board. The need for an Ad Hoc Committee may be made by a Board Member or by formal request to the Board by the membership. Each Committee will have a designated Chairperson who is the liaison to the Board. Each Ad Hoc Committee will submit its purpose, goals, and timeline to the Board. When the Committee has fulfilled its purpose, it will submit a written report to the OTAC Board and then disband. Committee members are Association members in good standing and will have the expertise, time, and energy to fulfill the specific responsibilities of the particular committee.

A. **Bylaws Committee**

1. **Purpose**

The Bylaws Committee is an Ad Hoc Committee that serves to review, update, and disseminate the Association Bylaws as necessary to maintain consistency between the Association's mission and purpose (per Article XV).

2. **Composition**

The Secretary is the Chairperson of the Bylaws Committee and is responsible for selecting other additional committee members who add value to the process. Committee members are Association members in good standing.

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Section 3: Task Force Committees

Task Force Committees are created by the Board to accomplish a specific objective. Committees may include those focused on social networking events, researching and implementing technology tools, and other time and content bound initiatives related to the needs of the Association. The need for a Task Force Committee may be identified the membership or by a Board Member.

A. Purpose

Each Task Force Committee will receive its purpose, goals, and timeline from the Board. The Task Force Committee can identify issues and make recommendations to the Board. The Board may then implement or delegate strategies based on those recommendations. When the Committee has fulfilled its purpose it will submit a written report to the OTAC Board and then may disband based on the Board's decision.

B. Composition

Each Task Force Committee will have a designated liaison to the Board who collaborates with the Board to select other additional committee members. Committee members are Association members in good standing. Members of the Association's Task Force Committees will have the expertise, time, and energy to fulfill the specific responsibilities of the particular committee.

ARTICLE X. NOMINATIONS AND ELECTIONS

Section 1: Elections

Elections of the OTAC Executive Committee members, Board Chairs, and Association Representatives will be by majority votes from OTAC members in good standing. Votes may be received by email and/or per voting procedures outlined in the remainder of Article X.

The newly elected Representative(s) will be voting members of the Board once their term begins. The outgoing Board member(s) serve as mentor(s) in a resource capacity during the overlapping months of Board service.

Section 2: Slate

The Nominating Committee calls for nominations from the general membership, screens potential nominees to assure compliance with the Bylaws of the Association and the written procedures of the Association and Committee, and prepares a slate for open positions.

Section 3: Ballot

The Nominating Committee will prepare the ballot, which will be disseminated to the voting members of the Association. Write-in candidates must meet role criteria, receive Board approval, and agree to fulfill the duties of the Board position.

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Section 4: Deadlines and Rules

- A. The election will be closed on the stated deadline date and no ballots received thereafter will be counted.
- B. The Vice President or Nominations Committee delegate(s) will inform the nominees of the outcome of the election, and secure the nominees acceptance of the position. The membership will be informed of the election results.
- C. Tie Vote: In the event of a tie vote by the membership, the Board will call a special meeting of the board and hold a vote by the board members. If the result is still a tie, the Executive Committee will make a final decision.
- D. In the event that a majority votes “non-acceptance” of candidate(s), the Nominating Committee will prepare a second slate and hold another election for the office(s) under procedures as stated.

Section 5: Vacancies

Vacancies are defined as positions that are unfilled through the traditional election process. The Chairperson of the Nominations Committee will solicit qualified volunteers for vacant positions. Final approval of volunteers for Board position(s) will be voted on by the remaining members of the Board.

When a position is vacant the process delineated in the most current SOP will be used or the following procedure may serve as a guideline:

1. The nomination of a person may be given to the Board for their review and to ensure role qualifications are met.
2. If a nomination is not presented for Board consideration, the President may appoint a qualified OT Practitioner to fill an open Board position for the remainder of a term or a complete term.
3. In either option an application must be completed and submitted to the Board. Final approval of the nominee will be established following Board voting procedure.
4. A vacancy may be filled on an interim basis by a committee Chairperson upon approval from the President and the Executive Committee.

ARTICLE XI. STANDARDS AND ETHICS, DISCIPLINARY ACTIONS

Section 1: Standards and Ethics

The members of the Association will carry out their professional duties in accordance with the current published standards, policies, and code of ethics of the AOTA.

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Section 2: Disciplinary Action (Termination of Association Membership)

1. Any individual may report an actual or perceived violation to the Executive Committee.
2. The Executive Committee will refer a violation to the appropriate agencies (e.g., Colorado Department of Regulatory Agencies (DORA), National Board for Certification in Occupational Therapy (NBCOT), AOTA, OTAC Board).
3. Any OTAC member whose membership has expired because of non-payment of dues is no longer a member of the Association. Membership may be reinstated when membership qualifications are met.
4. Members of any classification may have their membership revoked for cause.
 - A. Cause may include a sanction by any agency with relevant authority.
 - B. A vote for revocation will occur after the member has been notified of the complaint for revocation and has been given reasonable opportunity for defense pursuant to various code enforcement procedures (e.g., enforcement procedures for the AOTA's code of ethics).
5. Reinstatement may be determined by the Executive Committee on a case by case basis dependent on the reason for termination of membership.

ARTICLE XII. FISCAL YEAR

The fiscal year of the Association will be from January 1st through December 31st.

ARTICLE XIII. DUES AND ASSESSMENTS

Section 1: Dues

The Treasurer will recommend the annual membership dues for all classes of membership as advised by the Member Services Chair, to be approved by the Board. Dues will be payable on a yearly basis, as determined by the Treasurer.

Section 2: Special Assessments

Special assessments are unique charges to the members. They may be warranted when deemed necessary by the Board. Special assessments will be approved by a majority vote of OTAC voting members.

Section 3: Donations and Special Funds

Donations and special funds can be set aside and restricted for a specific use (e.g., scholarships, legislation). These funds may earn interest while waiting for specific use, and the interest may be used for the benefit of the Association as a whole.

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ARTICLE XIV. PARLIAMENTARY AUTHORITY

Except as otherwise noted, Robert's Rules of Order, Newly Revised, will be used as parliamentary guidelines for all meetings of the Association, Board, Executive Committee, Task Forces, and Committees.

ARTICLE XV. AMENDMENTS, RESOLUTIONS, PERSONAL LIABILITY, INDEMNIFICATION, DISSOLUTION

Section 1: Amendments

These Bylaws will be amended or revised by a quorum vote of the OTAC voting members when the following provisions have been met:

- A. Bylaws changes may be proposed by OTAC membership. All proposed changes will be presented to a Bylaws Committee;
- B. The Bylaws Committee will announce to the membership that the Bylaws Committee is convening, that the bylaws will be reviewed, and that changes to the bylaws may occur;
- C. The Bylaws Committee will present proposed bylaw changes to the Board;
- D. The Bylaws Committee will present the proposed bylaws to the voting membership at least thirty (30) days prior to voting.

Technical Corrections

The Board and/or Bylaws Committee is authorized to correct Article and Section designations, punctuation, grammar, and cross-references. The Board and/or Bylaws Committee may make technical and conforming changes to the Bylaws and other governing documents of the Association as may be necessary to reflect the intent of vote of the membership in approving the Bylaws and amendments.

Section 2: Personal Liability

It is intended that the members, Board, and Executive Committee members will not be personally liable for any debt, liability, or obligation of the Association and that all persons, corporations, or their entities extending credit to, contracting with, or having any claim against the Association may look only to the funds and property of the Association for the payment of any such contract or claim, or for any payment of any debt, damages, judgments or decree, or of any money that may otherwise become due or payable to them from the Association. Nothing contained in these Bylaws will amend, alter, or impair any provision contained in the Article of Organization relating to being limitation of liability of the Board members or the Executive Committee members or to its members.

Section 3: Indemnification

Any present or former Board member, Executive Committee member, employee, official or agent of the Association, or other such persons so designated at the discretion of the Board, or the legal representative of such person, will be indemnified (including advance against expenses) by the Association against all judgments, fines, settlements,

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and other reasonable costs, expenses, and counsel fees paid or incurred in connection with any action, suit, or proceeding to which any person or their legal representative may be made a party of reason of their being or having been such a Board member, Executive Committee member, employee, official, or agent, to the greatest extent permitted by law. No indemnification or advance against expense will be approved by the Board or paid by the Association until after receipt from legal counsel of an opinion concerning the legality of the proposed indemnification or advance.

Section 4: Dissolution Clause

Should the Association (Incorporation) be dissolved for any reason, the remaining assets will be distributed for purposes with the Internal Revenue, Code, Section 501(c) (6), and in accordance with the corporate statutes of Colorado.

Revised October 2018